

**Department of General Services
San Mateo County Community College District
3401 CSM Drive
San Mateo, CA 94402**

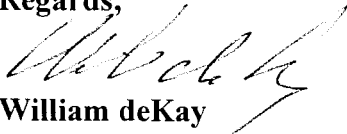
February 15, 2013

Attached you will find the Bid Response of LocusPoint Networks, LLC to RFP 86656.

Included with this letter, you will find; Appendix A, Appendix B, Responses to All Questions in Section II of the Scope of Proposal, and also a documentation of financial responsibility from Silicon Valley Bank.

I can be reached at [REDACTED].

Regards,



**William deKay
CEO
LocusPointNetworks**

Appendix A

BIDDER INFORMATION AND SIGNATORY PAGE

Bidder Name: Locus Point Networks LLC
 Business Address: 6200 Stone Ridge Mall no. 5300 Pleasanton, Ca. 94588
 Telephone: 925 399 6352 Fax: 925 390 6001
 Email: Bill @ LOCUSPOINTNETWORKS.COM Web Site: WWW.LOCUSPOINTNETWORKS.COM
 Type of Firm: Corporation: _____ Proprietorship: _____
 Partnership: _____ Joint Venture: _____
 Other (please describe): LLC

Business License Number: PLEASANTON, CA # 1005356 FEIN 45-4287995

Number of years in business under firm name: 1

Full names of firm's owners (> 5% ownership), officers and managing employees:

(SEE ATTACHED FCC DOCUMENT "EXHIBIT 13")

Has the firm changed its name within the past 3 years? YES NO

If yes, provide former name(s):

If yes, explain:

Have officers or principals of the firm ever had their business license suspended or revoked for any reason? YES NO

If yes, please explain:

Name and title of person completing responsible for submission of this Proposal and the responses to this questionnaire:

Signature: William D. deKay Date: 2-15-2013

Name & Title: William D. deKay

Phone: [REDACTED] Email: BILL @ LOCUSPOINTNETWORKS.COM

Appendix B

NON-COLLUSION AFFIDAVIT

STATE OF CALIFORNIA

COUNTY OF ALAMEDA

I, William Donald deKeyser being first duly sworn, deposes and says that I am
(Typed or Printed Name)

CEO of Logos Point Networks LLC
Title ("the Bidder").

the party submitting the foregoing Proposal. In connection with the Proposal, the undersigned declares, states and certifies that:

1. The Proposal is not made in the interest of, or on behalf of, any undisclosed person, partnership, Bidder, association, organization or corporation.
2. The Proposal is genuine and not collusive or sham.
3. The Contractor has not directly or indirectly induced or solicited any other Contractor to put in a false or sham Proposal, and has not directly or indirectly colluded, conspired, connived, or agreed with any other Contractor or anyone else to put in sham Proposal, or to refrain from submitting a Proposal.
4. The Contractor has not in any manner, directly or indirectly, sought by agreement, communication, or conference with anyone to fix the Proposal price, or that of any other Contractor, or to fix any overhead, profit or cost element of the Proposal price or that of any other Contractor, or to secure any advantage against the public body awarding the contract or of anyone interested in the proposed contract.
5. All statements contained in the Proposal and related documents are true.
6. The Contractor has not, directly or indirectly, submitted the Proposal price or any breakdown thereof, or the contents thereof, or divulged information or data relative thereto, or paid, and will not pay, any fee to any person, corporation, partnership, Bidder, association, organization, Proposal depository, or to any member or agent thereof to effectuate a collusive or sham Proposal.

Executed this 14 day of February, 2013 at Pleasanton, Alameda County, Ca.
(City, County and State)

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Signature: William Donald deKeyser

Date: 2-14-2013

State of California

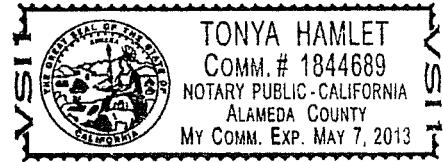
County of Alameda

Subscribed and sworn to (or affirmed) before me on this 14th day of Feb.

20 13, by William Donald DeKay

proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

Signature [Handwritten Signature] (Seal)



The LocusPoint Offer: LocusPoint proposes to provide the District with funding that will subsidize the continued operation of KCSM-TV (“Station”) until such time as the Station relinquishes its spectrum usage rights in the upcoming FCC reverse spectrum auction (“Auction”), in exchange for the District’s commitment to participate in the Auction and to share the proceeds from the Auction with LocusPoint. Upon being selected, LocusPoint will enter into a contract with the District that includes the following terms, as well as appropriate protections for LocusPoint’s investment:

- *Upfront Payment:* Upon execution of the contract, LocusPoint will provide [REDACTED] (“Upfront Payment”) by wire transfer of immediately available funds to an account specified by the District. In exchange for the Upfront Payment, the District will agree that LocusPoint will be entitled to [REDACTED] the proceeds derived from the District’s relinquishment to the FCC of the Station’s spectrum usage rights in the Auction.
- *Payments to Subsidize KCSM-TV Operations:* Regardless of whether the District accepts LocusPoint’s proposal regarding an Upfront Payment, LocusPoint will make available to the District (through wire transfer or other method acceptable to the District) the sum of [REDACTED] (“Subsidization Payments”), to be paid quarterly on each three-month anniversary of the date of contract execution. In exchange for LocusPoint’s commitment to make the Subsidization Payments, the District will agree that LocusPoint will be entitled to an additional [REDACTED] [REDACTED] derived from the District’s participation in the Auction. The Subsidization Payments will be made by LPN until the District divests the Station during the Auction, and, if the Auction concludes before the last of the Subsidization Payments is made by LPN, then any remaining Subsidization Payments will be credited to the District as an offset against LocusPoint’s share of the Auction proceeds. The District and LocusPoint will address in the contract whether any additional payments will be made in the event that the Auction has not concluded by the date on which LPN is scheduled to make its last Subsidization Payment.
- *Cooperative Participation in the Auction:* Pursuant to an agreement that will be structured to comply with FCC rules, the District and LocusPoint jointly will determine the guidelines and parameters for the Station’s bids and bidding strategy in the Auction, and LocusPoint will be responsible for managing the Station’s Auction participation in accordance with the agreed-upon guidelines and parameters. It is anticipated that the District and LocusPoint will agree on an amount that would serve as the lowest acceptable bid, and that LocusPoint

would engage, at its own expense, legal and other consultants with relevant expertise to assist in developing the Station's bidding strategy for the Auction and in preparing any necessary FCC filings. In the event that the FCC provides guidance regarding a licensee's ability to outsource the management of the licensee's participation in the Auction and that guidance is inconsistent in any manner with the agreement between the District and LocusPoint, then the agreement would automatically be reformed by its terms to enable LocusPoint to exercise all other rights that are not inconsistent with the FCC's guidance.

- Provisions in the Event of Unsuccessful Auction Bid: The contract between LocusPoint and the District would include provisions that would protect both parties in the event that the Station is not successful in relinquishing spectrum usage rights in the Auction. It is anticipated that the District and LocusPoint would jointly develop a strategy to maximize the value of the Station, and would work together to identify a suitable buyer. LocusPoint would retain certain mutually agreed upon financial rights in the proceeds of such a sale in order to protect its investment in the Station.
- Sources of Funds/Creditworthiness: LocusPoint has no need to pursue any financing or loans in order to make the Upfront Payment or the Subsidization Payments. Instead, LocusPoint's owners will provide the funding for this project. Evidence of the source of LocusPoint's funding for the proposal and its creditworthiness is demonstrated in the attached letter from [REDACTED]
- Background on Board and Ownership information requested is included in the attachment labeled Exhibit 13 for WUDT. This document comes from LPN's public filings with the FCC.

Public TV Financing, LLC

655 South Sunset Street - Suite A
Longmont, Colorado 80501-6373
T 303.532-2850 F 303.532.2855

February 19, 2013

Department of General Services
San Mateo Community College District
3401 CSM Drive
San Mateo, CA 94402

RE: RFP 86656 Sale of KCSM-TV

Dear Sir or Madam:

Public TV Financing, LLC (PTVF) is pleased to present for your consideration a proposal to subsidize KCSM-TV operations, which includes an initial upfront payment and an outline for cooperative participation in the auctioning of KCSM-TV spectrum.

Attached, you will find specifics and supporting documents as required by the RFP Instructions.

Please feel free to contact Chief Operating Officer, Ken Devine, at (917) 512-9536 for any clarifications or questions you may have.

On behalf of Public TV Financing, LLC I would like to thank you for your consideration.

Sincerely,



John Schwartz
Manager

**PUBLIC TV FINANCING, LLC
PROPOSAL RESPONSE TO RFP 866576 –
Subsidization of station operations and cooperative participation in FCC
spectrum auction**

February 19, 2013

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I. INTRODUCTION

In the spring of 2011, the EBS Companies launched Independent Public Media (“IPM”), an initiative whose aim is to preserve community-based public television stations throughout the United States. In keeping with this mission, the Companies established Public TV Financing, LLC (“PTVF”) as its entity to facilitate IPM’s related financial endeavors and its fiscal oversight.

Our goal for this submission is not to generate maximum net revenues that may result from the disposition of KCSM-TV, but rather to preserve the non-commercial educational television broadcast license and invaluable public spectrum associated with its authorization. We envision an auction-related strategy for the station that ensures not only its survival through the impending Incentive Spectrum Auctions, but also one which will see KCSM-TV rebound and achieve its fullest potential as a vital community resource in the post-auction era. We believe this can be effectively accomplished through the utilization of proceeds resulting from the sale of only some of KCSM-TV’s spectrum assets. This vision has animated our interest in KCSM-TV dating back to the original PTVF-supported proposal for its acquisition in early 2012, and throughout our participation in processes leading to this submission opportunity.

II. THE OFFER

A. Description

In pursuit of these goals, we propose, upon execution of a Subsidy Agreement between PTVF and San Mateo Community College District (“SMCCD” or the “District”), to subsidize existing operations of KCSM-TV for the period beginning on the date of execution of the Agreement and the conclusion of the station’s activities relating to its participation in the FCC Incentive Spectrum Auction.


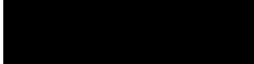
Development of the Subsidy Agreement will be based on the following terms and conditions between the two parties:

1. PTVF agrees to provide subsidies to support operations of KCSM-TV for the period leading up to and throughout the Auction proceedings and its closings.
2. PTVF agrees to pay an Upfront Payment to SMCCD as its good faith consideration for the opportunity to participate with the District in auction proceedings as they pertain to KCSM-TV.
3. SMCCD agrees to maintain full operations of KCSM-TV throughout the subsidization period and for a minimum of three (3) years following the close of the Incentive Spectrum Auctions. After this period, should the District decide to divest control of KCSM-TV, PTVF shall have the right, at its option, to approve or reject the acquiring entity.

4. Per FCC rules and policy, SMCCD covenants to enter into a spectrum sharing arrangement with a neighboring broadcast operator. KCSM-TV and its spectrum partner will operate their respective stations utilizing one 6 MHz channel and relinquish the spectrum assets of the remaining station for a reverse auction bid. The two licensees will then split the financial proceeds of its accepted offer.
5. SMCCD agrees to recruit a committee of experts to advise it on decisions pertaining to the sale of KCSM-TV's assets through the auction. PTVF shall have the right to name up to two participating members of that committee.
6. Any auction proceeds SMCCD realizes from the acceptance of the reverse auction bid will be allocated, successively, as follows: a) repayment to PTVF of its upfront payment and subsidy outlays plus accrued interest pegged to a mutually acceptable index; b) reimbursement to SMCCD of its out-of-pocket costs incurred in participating in the auction; and c) if the proceeds are greater than the combined amount of costs incurred in 6 a) and 6 b) above, SMCCD shall retain half of the excess and pay the other half to PTVF.
7. Should the reverse bid fail to be accepted and/or should auction proceedings in their entirety prove unsuccessful (with either scenario resulting in no financial proceeds), PTVF will forfeit its Upfront Payment and all subsidies paid to SMCCD.
8. As part of the Subsidy Agreement, PTVF will have the option to enter into a Local Marketing Agreement (LMA) with SMCCD to program KCSM-TV's principal digital channel for \$1.00 per year, both prior to and after the contemplated operation under a channel sharing agreement, subject to FCC rules and requirements; in the alternative, PTVF may assign this option to another entity that is eligible to operate under that LMA in conformance with FCC rules.

B. Payment & Amounts

These amounts will be paid by wire transfer of immediately available federal funds upon contract execution:

- Upfront Payment 
- Operations Subsidy (Annual) 

C. Source of Funds

The funds for this transaction will be paid chiefly from the EBS Companies' brokerage accounts. The most recent available account statements are attached as Appendix E: Financial Statements.

D. Conditions

This offer is conditioned on the successful negotiation of a definitive written agreement by the parties, as well as the acceptance of that agreement by SMCCD's board of directors and the boards of the EBS Companies.

¹ To be paid in monthly installments of  through the date that the incentive spectrum auction concludes.

Appendix A

BIDDER INFORMATION AND SIGNATORY PAGE

Bidder Name: Public TV Financing, LLC

Business Address: 655 South Sunset St. - Suite A, Longmont, CO 80501

Telephone: 303-532-2850 Fax: 303-532-2855

Email: schwartz@usa.net Web Site: N/A

Type of Firm: Corporation: _____ Proprietorship: _____
Partnership: _____ Joint Venture: _____
Other (please describe): A limited liability company jointly owned by
the EBS Companies

Business License Number: N/A

Number of years in business under firm name: 1.5 years

Full names of firm's owners (> 5% ownership), officers and managing employees:
EBS Companies – John Schwartz, Manager

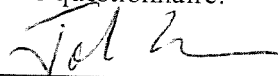
Has the firm changed its name within the past 3 years? YES NO
If yes, provide former name(s):

If yes, explain:

Have officers or principals of the firm ever had their business license suspended or
revoked for any reason? YES NO

If yes, please explain:

Name and title of person completing responsible for submission of this Proposal and the
responses to this questionnaire:

Signature:  Date: 2/19/13

Name & Title: John Schwartz, Manager

Phone: 303-532-2850 Email: schwartz@usa.net

Appendix B

NON-COLLUSION AFFIDAVIT

STATE OF CALIFORNIA

COUNTY OF San Mateo

I, John Schwartz, being first duly sworn, deposes and says that I am
(Typed or Printed Name)

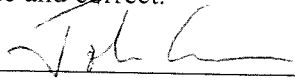
Manager of Public TV Financing, LLC,
Title ("the Bidder").

the party submitting the foregoing Proposal. In connection with the Proposal, the undersigned declares, states and certifies that:

1. The Proposal is not made in the interest of, or on behalf of, any undisclosed person, partnership, Bidder, association, organization or corporation.
2. The Proposal is genuine and not collusive or sham.
3. The Contractor has not directly or indirectly induced or solicited any other Contractor to put in a false or sham Proposal, and has not directly or indirectly colluded, conspired, connived, or agreed with any other Contractor or anyone else to put in sham Proposal, or to refrain from submitting a Proposal.
4. The Contractor has not in any manner, directly or indirectly, sought by agreement, communication, or conference with anyone to fix the Proposal price, or that of any other Contractor, or to fix any overhead, profit or cost element of the Proposal price or that of any other Contractor, or to secure any advantage against the public body awarding the contract or of anyone interested in the proposed contract.
5. All statements contained in the Proposal and related documents are true.
6. The Contractor has not, directly or indirectly, submitted the Proposal price or any breakdown thereof, or the contents thereof, or divulged information or data relative thereto, or paid, and will not pay, any fee to any person, corporation, partnership, Bidder, association, organization, Proposal depository, or to any member or agent thereof to effectuate a collusive or sham Proposal.

Executed this 19th day of February, 2013 at Longmont, Boulder County, CO.
(City, County and State)

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Signature: 

Date: 2/19/13

Appendix C

Public TV Finance, LLC, the EBS Companies and Founder/President John B. Schwartz

Public TV Financing, LLC is owned entirely by the EBS Companies and serves as an instrument for the EBS Companies to finance and purchase public TV stations on a joint basis.

The EBS Companies are five non-profit organizations:

- Instructional Telecommunications Foundation,
- Chicago Instructional Foundation,
- Denver Area Educational Telecommunications Consortium, Inc.,
- Portland Regional Educational Telecommunications Corp., and
- Twin Cities Schools' Telecommunication Group.

Utilizing FCC-dedicated frequencies reserved specifically for educational purposes (Educational Broadband Spectrum or EBS spectrum), the EBS Companies annually deliver thousands of hours of non-commercial instructional programming – completely free of charge – to schools and institutions in major metropolitan areas across the country. The EBS Companies' video service provides fully non-commercial content, often aligned with state-established public curricula.

In addition to these distance learning programs, a key part of the EBS Companies' vision is to preserve and develop non-commercial public media in the United States.

Over the course of their almost 30-year history, the EBS Companies have contributed more than \$10 million to public media organizations offering dissenting, alternative, and disruptive ideas to counter the unchallenged, empty, and even reactionary points of view from traditional commercial "mediapolies." Free Speech TV, a non-profit organization and the country's leading progressive TV network, has received long-standing support from the EBS Companies.

Understanding that access to information is now an essential requirement in today's world, in 2008 the EBS Companies launched wireless broadband service exclusively for schools and non-profits. Based on an innovative operating premise, Mobile Citizen™ is able to provide high-quality mobile 4G wireless service, typically at the nominal cost of just \$10 per month. Through this initiative, the EBS Companies provide breakthrough "21st Century" tools advancing national education, human services, and civic goals, helping communities bridge the digital divide.

Throughout its history, the EBS Companies have established unique and successful roles as active philanthropic resources for education and public media initiatives, having funded numerous organizations that promote progressive social change, civic

engagement, tolerance and equal access to information. In addition, one or more of them also provides awards ranging from small grants for independent filmmakers to more substantial support of organizations using new forms of technology and the media.

Other company grants have gone to such educational activities as a summer reading program, a youth media festival, and a number of programs to encourage young people to produce their own film and video work. The EBS Companies anticipate making grants totaling approximately \$15 million over the next five years.

The EBS Companies lease their spectrum to commercial operator Clearwire, which in concert with its principal owner, Sprint Nextel, delivers 4G broadband to major U.S. cities. In exchange for the use of this spectrum, Clearwire provides the EBS Companies with royalties which the Companies allocate to their operations and philanthropic efforts.

John B. Schwartz, President and Founder of the EBS Companies and Manager of Public TV Financing, LLC

John B. Schwartz has been an advocate for public broadcasting for nearly 40 years. This advocacy stems from his steadfast commitment to public ownership of the nation's airwaves. Early in his career, John co-founded (1974) WYEP-FM in Pittsburgh as a locally-based station, staffed and operated by community members with the mission to give a democratic "voice to the voiceless." Likewise, when a disenfranchised community was unable to find an area outlet willing to air their views on local issues and properly convey their culture, John helped KRZA-FM, a bi-lingual station serving southern Colorado and northern New Mexico.

Convinced that the established media in Denver was "too much a part of the governing structure of this country to be able to criticize it very thoroughly," John helped found KBDI-TV and later facilitated financial assistance for the launch of WYBE, a non-commercial television station in Philadelphia.

As TV turned to cable distribution, John launched the 90's Channel, an alternative network, and also spearheaded the launch of Free Speech TV (FSTV).

In 1983, John established the EBS Companies to foster the growth of American public media and encourage the presentation of critical information to the marketplace of ideas. To this end, under John's stewardship, the EBS Companies have formed Independent Public Media (IPM) and Public TV Financing, LLC to preserve television spectrum and assist public television to stay on the air.

Appendix D

EBS Companies' Boards

The EBS Companies Boards of Directors are comprised of the following members:

Alice Ellis-Gaut, Executive Vice President – Portland Regional Educational Telecommunications Corp.

Alice joined the EBS Companies in 1983 and lives in Tigard, OR. She is an attorney and licensed private investigator, now working primarily in death penalty defense.

Garlin Gilchrist II, Director – Instructional Telecommunications Foundation

Garlin Gilchrist II is the National Campaign Director at MoveOn.org and the founder of Detroit Diaspora. A former Microsoft Engineer and Director of New Media at the Center for Community Change, Garlin works to erase boundaries between traditional political organizing and online activism as a speaker, trainer, practitioner, and participant in movements that encourage collective action for community change. Garlin joined the Instructional Telecommunications Foundation in 2011 and lives in Washington, D.C.

Lilly Gleich, Director and Vice President – Chicago Instructional Technology Foundation

Lilly was an independent producer of documentaries in Chicago during the 70s and 80s and also worked with youth teaching videography skills and media literacy. As an educator, she has taught in a variety of settings including university, high school, and community organizations. She is a registered psychologist specializing in educational psychology. Her interests include the effects of technology on child development, the digital divide in education, and democratization of media. Lilly joined Chicago Instructional Technology Foundation in 1983 and lives in Tatamagouche, Nova Scotia.

Neal Gosman, Director and Treasurer – Twin Cities Schools Telecommunications Group

Neal has been active in community-based media ventures for more than 40 years, including print, cable television, and Educational Broadband Service technologies encompassing non-profit, for profit, and cooperative ownership models. Currently, Neal is an independent professional paralegal and an officer with the U.S. Department of Homeland Security. Previously, Neal was publisher/designer of the *Riverview Times*, President of St. Paul Cable Co-op, and Executive Director of Cable Access-St Paul. His background includes experience in photojournalism, adult and public alternative education, non-profit administration, community and political organizing efforts. He is an Army veteran of the Vietnam War and a graduate of the University of Pennsylvania. Neal joined Twin Cities Schools Telecommunications Group in 1998 and lives in St. Paul, MN.

Thom Hartmann, Director – Portland Regional Educational Telecommunications Group

Thom Hartmann is a bestselling author and nationally syndicated talk show host. He joined Portland Regional Educational Telecommunications Group in 2009 and lives in Washington, DC.

Barbara K. Iverson, Director – Chicago Instructional Technology Foundation

Barbara teaches at Columbia College Chicago. She is co-founder, publisher, and web master for Chicagotalks.org, a community and citizen journalism news site supported by Columbia. Barbara has been working with digital technology in education and progressive media for nearly 30 years. Before arriving to Columbia, she taught in the Chicago Public Schools. In 2005 she founded Chicago Bloggers Meetup. Other interests and area of expertise include social media, online publishing, mobile journalism, and open data. When not logged in somewhere, Barbara can be found riding her bike. Barbara joined Chicago Instructional Technology Foundation in 2009 and lives in Chicago, IL.

David McKay, Director, Executive V.P. and Secretary – Twin Cities Schools Telecommunications Group

Through his work with Twin Cities Schools Telecommunications Group, David has helped strengthen and amplify alternative media outlets, promote training for youth in new technologies and influence public awareness for progressive social change. He has overseen both programming and philanthropy efforts, while building relationships within various partnerships and affiliates. With a strong background in nonprofit administration, David's expertise includes commercial and public radio, organized labor, Native American education, digital divide issues and progressive media. He was instrumental in founding two community radio stations in Minneapolis/St. Paul and northwestern Wisconsin. David enjoys travel, camping, baseball, motorcycling and spending time with his family. David joined Twin Cities Schools Telecommunications Group in 1999 and lives in Minneapolis, MN.

Daniel X. O'Neil, Director – Chicago Instructional Technology Foundation

Dan is the Executive Director of the Smart Chicago Collaborative, a civic organization devoted to making lives better in Chicago through technology. Prior to the Smart Chicago Collaborative, Daniel was a co-founder of People Person for EveryBlock, a neighborhood news and discussion site serving 16 cities. Prior to EveryBlock, O'Neil spent 10 years as an Internet strategist and project manager for Streams Online Media, one of the first web design firms in Chicago. He's developed dozens of Web sites for nonprofits, schools, and small businesses using easy-to-use and inexpensive tools such as weblogs, wikis, and social networking sites. In June of 2011 he was honored by the White House as a Champion of Change for Technology and Innovation. Dan has a degree in English and Anthropology from the University of Illinois at Chicago. Dan joined Chicago Instructional Technology Foundation in 2010 and lives in Chicago, IL.

Joe Pezzillo, Director and Treasurer – Denver Area Educational Telecommunications Consortium, Inc.

Joe is the Co-Founder of Push IO, a leading provider of mobile push notifications for broadcasters, sports leagues and global enterprises. Before Push IO, Joe founded Metafy LLC, a Boulder, Colorado based software boutique developing a suite of prototype iPhone applications for a Fortune 100 financial services company. In addition to work in Internet radio and managing several startups, Joe spent three years as a researcher at the Apple Electronic Media Lab in the mid 90s. Joe joined Denver Area Educational Telecommunications Consortium in 2005 and lives in Boulder, CO.

Nancy Sanders, Director and Vice President – Denver Area Educational Telecommunications Consortium, Inc.

Nancy is a retired telecommunications executive with Time Warner Cable and now volunteers for non-profit community organizations. Nancy serves on the board of San Mateo Community Television and is President of the Emergency Family Assistance Association, a long-standing Boulder County (Colorado) organization that provides food, financial assistance, and housing to families at risk of homelessness. She is a director and past board President of CDR, Collaborative Decision Resources, a pioneering global mediation company. Nancy has broad expertise in marketing and sales acquired in radio, advertising, and cable television. Nancy lives in Boulder, CO with her partner and their dog and cat. When she is not traveling the world, she enjoys the state's myriad outdoor recreation opportunities, with regular skiing, hiking, and cycling adventures. She also practices Qigong, yoga, and meditation, and loves to cook and read. Nancy joined Denver Area Educational Telecommunications Consortium in 1987.

James Traynor, Director and Vice President – Instructional Telecommunications Foundation

James joined the board in 2009 and lives in Memphis, TN. James makes his living in web design and internet business.

Frances "Pancha" Valdez, Director and Treasurer – Instructional Telecommunications Foundation

Pancha joined Instructional Telecommunications Foundation in 1993 and lives near Alamosa, CO. Frances is Executive Director of South Central Colorado Seniors, a social services organization based in Alamosa.

Carl Wolfson, Director – Portland Regional Educational Telecommunications Corp.

Until recently, Carl Wolfson was the host of "Carl in the Morning" on AM620 KPOJ, Portland's progressive talk. During the 1980s and 1990s, Carl was one of the country's leading stand-up comedians and a frequent guest on national television, appearing on HBO, Showtime's Comedy Club Network, VH-1's *Stand-Up Spotlight*, *An Evening at the Improv*, and *The Joan Rivers Show*. On KPOJ, Carl covered national politics and conducted in-depth interviews with A-list guests (*Alan Greenspan, Paul Krugman, Nate Silver, Maya Angelou*), progressive legends (*Howard Zinn, Gloria Steinem, Ralph Nader, Noam Chomsky*) and conservative counter-punchers (*Grover Norquist, Frank Luntz, Bob Barr, Pat Buchanan*). Carl received his B.S. in Communications from the University of Tennessee in 1975, and an M.A. in Political Science from UCLA in 1983. Carl joined Portland Regional Educational Telecommunications Corp. in 2012 and lives in Portland, OR.



Oriental Culture and Media Center of Southern California

Northern California Office: 333 Kearny Street, 5th Floor, San Francisco, CA 94108

February 19, 2013

Department of General Services
District Office
3401 CSM Drive
San Mateo, California 94402

Dear Chancellor Galatolo and the Board of Trustees,

Thank you for your consideration of the proposal by the Oriental Culture and Media Center of Southern California (OCMC) for KCSM-TV.

Public broadcasting was created to serve society by delivering non-commercial educational, cultural and community programming locally and to the world. For almost 50 years, KCSM has served the community, from the early days of broadcast television, through the digital revolution. The dedicated commitment and hard work for public service through KCSM-TV have been greatly appreciated. It would be a pity for this legacy of public service to end.

As we have the same heart as yours to serve the public, we don't seek to make money from your sale of KCSM-TV. However, we must meet the financial challenge for our mission. Our successful operation is guaranteed with an extensive network of volunteers with diverse and extensive backgrounds in traditional culture, arts and education, as well as television production and broadcasting, the internet and technology.

The Oriental Culture and Media Center of Southern California were formed as a non-profit organization in 2005 to create and distribute cultural programming for viewers in California and around the world. OCMC is setting up local office in the Bay Area. Transfer of the KCSM-TV license provides a great opportunity for us to continue our mission by serving society through the preservation and dissemination of traditional Chinese culture in Northern California.

Our objective is to save the station and expand the programming to offer traditional Chinese culture, distributing it in the San Francisco Bay Area and beyond through various media. There has been growing interest in learning Chinese and Chinese culture among Americans as our nation has become more closely linked with China in foreign relations and business. However American people in general know very little about China and its traditional culture. Our programs will help Americans to better solve many issues or even tough challenges related to China.

A demo reel of proposed programming materials is available upon request. We look forward to continuing the discussion with KCSM. Your consideration is highly appreciated.

Best regards,

A handwritten signature in black ink, appearing to read 'Alan Huang', is written over a light blue horizontal line.

Alan Huang
Executive Director of Northern California Office
Oriental Culture and Media Center of Southern California



a) Description of Offer

The OCMC proposal is to acquire the station from KCSM for [REDACTED] at closing and would include an operating agreement that would allow the college to continue broadcasting local community affairs and student programming for up to 2 hours per day. This is in the best interest of the public interest community because it will continue the license for educational and public use. The license would transfer as soon as possible.

OCMC will air unique programs exploring Chinese history and arts, including timeless stories from the 5,000 years of Chinese history. Such programs can revive this ancient culture and share traditional values that are universal to the entire community. This will bring enormous positive impact to the community and beyond.

Multi-language broadcast technology makes it possible to share this programming with both the English-speaking and Chinese Community (approx. 700,000 ethnic Chinese populations in the Bay Area).

Since 2007, OCMC has been one of the local sponsors of the world's renowned Chinese classical dance and music performance: Shen Yun – an extraordinary performing arts reviving 5000 years of Chinese civilization. Shen Yun has received glowing feedback from its tours around the world. Many acclaimed that Shen Yun is "presenting the hope for the future", "leading the cultural renaissance". For more information, please see <http://www.shenyun.com>

We will setup an office and facility for operation in San Mateo. We do not anticipate renting any space from the College of San Mateo or hiring any employees of KCSM. OCMC is potentially interested in discussing straight commission contract work with the person responsible for securing underwriting for KCSM.

OCMC will use the latest state-of-the-art equipment to operate the station. The current KCSM-TV equipment will be reviewed and if there is a need for any of the equipment, OCMC will negotiate to purchase some of equipment. If there is an auction of equipment, OCMC will participate in the auction.

OCMC believes it will qualify for CPB funding and the balance on the current equipment will be paid off by CPB funding.

OCMC will utilize its 200,000 names and addresses of people who have attended Shen Yun in California to market memberships to the station.



Oriental Culture and Media Center of Southern California

Northern California Office: 333 Kearny Street, 5th Floor, San Francisco, CA 94108

b) Governing Board Members

Name	Time Since Served
Youfu Li	Since 2005
Frank Tsai	Since 2005
Qing Liu	Since 2005

c) AT (initial if statement is true) There are no adverse findings with respect to violations of the law for the board members which would preclude the entity from purchasing the station.

d) Brief Description of Organization

1. Organization Structure

Entity Name	ORIENTAL CULTURE AND MEDIA CENTER OF SOUTHERN CALIFORNIA, INC.
Entity Type	Public Benefit Corporation
Entity Number:	C2756846
Date Filed:	06/27/2005
Status:	ACTIVE
Jurisdiction:	CALIFORNIA
Federal Employer Number	20-3196533
Federal Tax Exempt	501(c)(3)
Headquarter Address	977 S. Meridian Ave, Alhambra, CA 91803
Business License # at Southern California	52890
Northern California Office Address	333 Kearny Street, 5 th Floor, San Francisco, CA 94108
Business License # at Northern California	To be applied



Based in California, ORIENTAL CULTURE AND MEDIA CENTER OF SOUTHERN CALIFORNIA, INC. (OCMC) is a non-profit organization dedicated to reviving and promoting the wonder, beauty, and wisdom offered by Chinese heritage through educational and cultural TV programs, live performances, art shows and cultural events. OCMC is setting up its operation in Northern California.

For nearly 5,000 years, the traditional Chinese civilization was one of the deepest and oldest civilizations in world history. Sadly, in recent decades, Chinese heritage, a treasure of mankind, was almost lost. OCMC aims to revive this precious heritage and share its timeless stories and legends, classical music and arts with the community via public TV broadcasting. The current multi-language broadcast technology makes it possible to share these programs with the entire community; the rapid-growing Chinese community in the Bay Area and the English-speaking community as well.

Countless stories and legends in Chinese history provide nearly infinite TV production content. The ancient values and wisdom conveyed through these timeless stories are universal, beneficial, and educational to all in our community.

2. No attributable interest in any radio or television stations

e) No (yes or no) Our Bidder may wish to offer employment to some of the displaced KCSM employees. (The willingness to offer employment to existing KCSM-TV personnel will be a decisional factor only among bids that are of equal value).

f) OCMC will meet the FCC requirements to be broadly representative of the community of license, San Mateo, by providing access to the airwaves for local, student programming and other CSM programming, as well as traditional Chinese culture programming. OCMC of Northern California will continue to provide up to 2 hours per day of airtime to support these local and student broadcasting efforts.

g) CPB qualifications:

 CPB qualified currently

 X We believe we could qualify for CPB financial support

 We believe we could not qualify for CPB financial support

(CPB qualifications standards may be accessed, as of the time of this writing, at http://www.cpb.org/stations/grants/tv/generalprovisions/cpb_13TV_CSG_GeneralProvisions.pdf, although it is Bidder's responsibility to determine those standards)



Appendix A

BIDDER INFORMATION AND SIGNATORY PAGE

Bidder Name: Oriental Culture and Media Center of Southern California, Inc

Business Address: 977 S. Meridian Ave, Alhambra, CA 91803

Telephone: 408-203-9880 Fax: _____

Email: alanh105@gmail.com Web Site: http://www.ocmc-ca.com

Type of Firm: Corporation: X Proprietorship: _____

Partnership: _____ Joint Venture: _____

Other (please describe): _____

Business License Number: 52890

Number of years in business under firm name: 8

Full names of firm's owners (> 5% ownership), officers and managing employees:

Youfu Li, Frank Tsai, Qing Liu

Has the firm changed its name within the past 3 years? YES NO

If yes, provide former name(s):

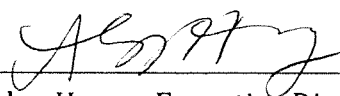
If yes, explain:

Have officers or principals of the firm ever had their business license suspended or

revoked for any reason? YES NO

If yes, please explain:

Name and title of person completing responsible for submission of this Proposal and the responses to this questionnaire:

Signature:  Date: 2/19/2013

Name & Title: Alan Huang, Executive Director, Northern California Office

Phone: 408-203-9880 Email: alanh105@gmail.com



Appendix B
NON-COLLUSION AFFIDAVIT

STATE OF CALIFORNIA

COUNTY OF SAN FRANCISCO

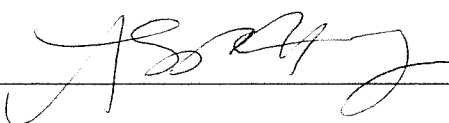
I, Alan Huang, being first duly sworn, deposes and says that I am Executive Director of Northern California Office of Oriental Culture and Media Center of Southern California, Inc.

the party submitting the foregoing Proposal. In connection with the Proposal, the undersigned declares, states and certifies that:

1. The Proposal is not made in the interest of, or on behalf of, any undisclosed person, partnership, Bidder, association, organization or corporation.
2. The Proposal is genuine and not collusive or sham.
3. The Contractor has not directly or indirectly induced or solicited any other Contractor to put in a false or sham Proposal, and has not directly or indirectly colluded, conspired, connived, or agreed with any other Contractor or anyone else to put in sham Proposal, or to refrain from submitting a Proposal.
4. The Contractor has not in any manner, directly or indirectly, sought by agreement, communication, or conference with anyone to fix the Proposal price, or that of any other Contractor, or to fix any overhead, profit or cost element of the Proposal price or that of any other Contractor, or to secure any advantage against the public body awarding the contract or of anyone interested in the proposed contract.
5. All statements contained in the Proposal and related documents are true.
6. The Contractor has not, directly or indirectly, submitted the Proposal price or any breakdown thereof, or the contents thereof, or divulged information or data relative thereto, or paid, and will not pay, any fee to any person, corporation, partnership, Bidder, association, organization, Proposal depository, or to any member or agent thereof to effectuate a collusive or sham Proposal.

Executed this 19 day of February, 2013 at City of an Francisco, County of San Francisco
State of California.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Signature:  Date: 2/19/2013



K M T P T V 3 2

719 Woodside Way
San Mateo, CA 94401
415 777 3232

February 20, 2013

Department of General Services
District Offices
San Mateo County Community College District
3401 CSM Drive
San Mateo, California 94402

Re: Request for Proposal 86656
Sale of Assets of KCSM TV

To Whom It May Concern:

Introduction

Minority Television Project Inc., a California non-profit corporation [MTP], licensee of noncommercial broadcast television station KMTP TV, Channel 33, with offices in San Mateo, hereby submits a proposal for the purchase of the assets of KCSM TV, pursuant to your Request for Proposal No. 86656.

Entity

MTP is a California non-profit private foundation corporation, organized in 1982 and incorporated in 1985. It is tax-exempt pursuant to Section 501(c)(3) of the Internal Revenue Code. For twenty years since 1992, MTP has held a license from the Federal Communications Commission (FCC) to operate KMTP TV, previously Channel 32, to serve San Francisco and the Bay Area. MTP is the only known African-American-Asian American controlled public television broadcast station. For substantially all of its 20-year history, KMTP has been an independent of PBS, securing most of its programming from local producers and overseas public entities.

Mission

The mission of KMTP is multicultural-multilingual program diversity. While the majority of the programming of KMTP is in English, historically KMTP has broadcast programming in Chinese, Korean, Vietnamese, Tagalog, Italian and German. KMTP has also broadcast the nation's only Pan African-focused nightly news program. Past programs series have included Filipino American Reports, Que Viet!, Taiwan Satellite News and Pan African Reports. Specials have included *Purple Cow*, a 13-part series targeting those age 18-34 profiling 76 candidates in the 2003 Gubernatorial Recall election and *!iRide!*, a 6-part series of reporters on bicycles covering the last election for Mayor of San Francisco through the lens of bicyclists.

In 1993, KMTP TV was cited in a seminal report, *Quality Time? A Report of the Twentieth Century Fund Task Force on Public Television* for providing a distinctive program service. In further recognition of the continuing distinctive service of KMTP, in September 2009 the Board of Directors of the Corporation for Public Broadcasting (CPB) voted specifically to allow KMTP to apply to enter its Community Service Grant program effective FY 2012. This decision created an exception to CPB's 16-year policy of declining to admit news overlapping stations to enter the grant program. The CPB Board specifically noted that the policy exception applied only to stations that historically have offered program diversity. MTP believes that it is the only such station. The MTP grant application is now pending with CPB. A community service grant is expected in March 2013.

Purchase Price

MTP offers to purchase the assets of KCSM TV, including a transfer of the license for KCSM TV, as described in the Request for Proposal, for a total economic consideration of [REDACTED]. The consideration would be paid over two years, plus five percent (5%) interest. The consideration would be paid as follows:

- A. An initial cash payment of ten percent (10%) of the total consideration of [REDACTED] upon closing of the sale and license transfer, following FCC approval;
- B. A second cash payment of twenty five percent (25%) of the total consideration of [REDACTED] payable within one year following the initial cash payment; and
- C. A final payment of [REDACTED] plus accumulated interest within two years following the initial payment.

The security or collateral offered would be a Promissory Note and liens upon any future sale of physical assets and/or the proceeds of a sale of the license in the FCC reverse auction, as permitted by the FCC.

Funding

MTP proposes to fund the consideration with funds from traditional public broadcasting sources: viewer donations, corporate campaigns, capital campaigns and foundation grants. Specifically, MTP would launch a major multi-year development campaign. MTP would also fund the acquisition costs with non-traditional sources: spectrum leasing, or if traditional methods fail, through the congressionally approved spectrum disaggregation reverse auction including options as to such auctions. Contracts for such spectrum options would be in place prior to closing on the KCSM license transfer. Portions of the initial payment would be funded via a grant from CPB through its Collaborative Operations and Services Grant Program (COS) which promotes mergers, consolidations, functional integration, centralization or collaboration to maintain and promote unduplicated public television services by stations that deliver sole or unduplicated services to a specific audience or regions as does MTP and as detailed below. The COS is a major priority of CPB.

Challenges in Public Broadcasting

Commentators have noted that public broadcasting's longstanding commitment to universal access to news, arts and educational programming is a key source of its broad-based support. Public broadcasting is well-established in our communities and is strongly positioned to serve their communities by bringing people together around their distinctive interests and giving them valuable, pertinent content. Yet policymakers facing difficult fiscal choices in prioritizing public services that now require public broadcasters to face challenges that could threaten the existence of this crucial component of the public media sector. Public broadcasting is faced with fundamental long-term challenges in media usage and the media economy that are upending the entire media marketplace, including public broadcasting. MTP believes that the digitalization holds greater opportunity for public broadcasting. This is an opportunity for growth. Many corporations and individuals, and even tax-based entities are looking to support innovation, partnership and positive change to meet these challenges.

KMTP believes that over the next few years, significant consolidation will occur within public broadcasting markets served by more than one public television station, such as San Francisco. KMTP is informed that policy makers, lacking the resources to maintain all public television stations, favor a policy that sustains one station per market which provides a universal common service while also sustaining a number of stations providing distinctive service in diverse markets such as the San Francisco Bay Area.

Mastering the Challenges

KMTP's proposal for the joint operation of KCSM and KMTP is one method of meeting the challenges. Joint operations would provide synergies, reducing overall operational costs for both stations. In addition, CPB has a policy of providing financial incentives and grants for joint/consolidated station operations, i.e., the COS grant program. As noted above, this also includes permitting each station to maintain its separate Community Service Grant. The acquisition of the assets and license of KCSM by MTP would permit MTP to receive from CPB this fiscal year [REDACTED] in new grant funding: the [REDACTED] CSG grant currently received by KCSM; a new CSG grant of [REDACTED] for KMTP; and a COS grant of [REDACTED] for both stations.

KMTP/KCSM Programming

In furtherance of its diversity mission and to expand PBS programming to underserved audiences, MTP in conjunction with PBS, American Public Television, other public stations and independent producers would develop and broadcast on its multiple channels and evolving to a 24/7 basis, PBS and public stations' programs in Chinese, Vietnamese. These 'PBS in Chinese and 'PBS in Vietnamese' formats would be unique and appropriate for the Bay Area which is home to one of the highest concentrations of Asian American television households, many of which are language-restricted.

MTP also would resume its broadcasts of Pan African Reports, evolving it to a 24/7 news wheel. MTP has a long term commitment to the arts. For 13 years, KMTP has broadcast for several hours daily Classic Arts Showcase, a rotating series of short form videos of the classical performing arts: dance, opera, ballet, music and classical theatre. MTP will continue these broadcasts on a 24/7 basis on one of its digital tiers.

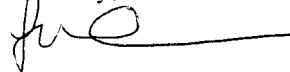
Responses to Specifics

MTP submits hereto Specific Responses to the Questions detailed in the Request for Proposal and submits herewith the required specific documents. At Appendix A is the Bidder Signatory page. At Appendix B is the Non-collusion Affidavit. At Appendix C are the responses to all questions posed in Section II of the Scope of the Proposal. At Appendix D is the station's latest audited financial statement for 2010 and internally generated financial statements for 2011 and 2012.

Conclusion

MTP believes its proposal is responsive to the Request for Proposal. As MTP already is a FCC licensee and as CPB has concluded that MTP is eligible to apply for CPB grants. MTP is willing to accept the equipment assets under CPB terms. MTP's proposal provides SMCCB with substantial certainty as to ultimate decision-making by the federal regulatory and grant agencies. MTP's proposal also advances public policies in historic localism and the promotion of diversity in programming which not only serves minority interests but enhancing all Bay Area citizens. MTP is a uniquely responsible entity as it has twenty years of relevant experience, qualifications and demonstrated overall capacity to meet the needs of the District.

Sincerely,



Fan Wen
Vice President
Chief Financial Officer

Appendix A
Bidder Signatory Page

Appendix A

BIDDER INFORMATION AND SIGNATORY PAGE

Bidder Name: Minority Television Project Inc
 Business Address: 719 Woodside Way San Mateo, CA 94401
 Telephone: 650 458 8832 Fax: 650 458 8835
 Email: br.mdc@KMTP.TV Web Site: KMTP.TV
 Type of Firm: Corporation: Proprietorship: _____
 Partnership: _____ Joint Venture: _____
 Other (please describe): _____

Business License Number: _____
 Number of years in business under firm name: 21 years
 Full names of firm's owners (> 5% ownership), officers and managing employees:
non-profit non-shareholder entity
 Has the firm changed its name within the past 3 years? YES NO
 If yes, provide former name(s): _____

If yes, explain:

Have officers or principals of the firm ever had their business license suspended or
 revoked for any reason? YES NO
 If yes, please explain:

Name and title of person completing responsible for submission of this Proposal and the responses to this questionnaire:

Signature: [Signature] Date: 2/20/13
 Name & Title: Vice President, Chief Financial Officer / General Manager
 Phone: 650-458-8832 Email: br.mdc@KMTP.TV

Appendix B
Non-collusion Affidavit

Appendix B

NON-COLLUSION AFFIDAVIT

STATE OF CALIFORNIA

COUNTY OF SAN MATEO

I, Boeken T. Wicks Jr., being first duly sworn, deposes and says that I am
(Typed or Printed Name)

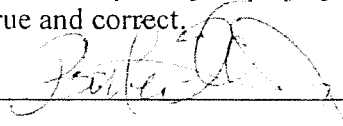
General Manager of Minonite Television Project Inc
Title ("the Bidder").

the party submitting the foregoing Proposal. In connection with the Proposal, the undersigned declares, states and certifies that:

1. The Proposal is not made in the interest of, or on behalf of, any undisclosed person, partnership, Bidder, association, organization or corporation.
2. The Proposal is genuine and not collusive or sham.
3. The Contractor has not directly or indirectly induced or solicited any other Contractor to put in a false or sham Proposal, and has not directly or indirectly colluded, conspired, connived, or agreed with any other Contractor or anyone else to put in sham Proposal, or to refrain from submitting a Proposal.
4. The Contractor has not in any manner, directly or indirectly, sought by agreement, communication, or conference with anyone to fix the Proposal price, or that of any other Contractor, or to fix any overhead, profit or cost element of the Proposal price or that of any other Contractor, or to secure any advantage against the public body awarding the contract or of anyone interested in the proposed contract.
5. All statements contained in the Proposal and related documents are true.
6. The Contractor has not, directly or indirectly, submitted the Proposal price or any breakdown thereof, or the contents thereof, or divulged information or data relative thereto, or paid, and will not pay, any fee to any person, corporation, partnership, Bidder, association, organization, Proposal depository, or to any member or agent thereof to effectuate a collusive or sham Proposal.

Executed this 26th day of Feb, 2013 at San Mateo CA.
(City, County and State)

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Signature: 

Date: 2/26/13

Appendix C

Responses to Questions Detailed in Section II of Request for Proposal

a) Describe your offer

The total price to be paid by wire transfer of immediately available federal funds at the closing of the transaction is detailed in the cover letter, above. The sources of the funding are detailed in the cover letter, above.

b) Governing Board

The following are the full names of the members of MTP's governing board including their time served:

<u>Current Members</u>	<u>1st Term Began</u>
Bonnie Asano Legal Assistant Oakland, CA	1982
Michael Simmons Certified Public Accountant San Francisco, CA	1997
William Green Attorney Palo Alto, CA	2003
Herb Anderson Choir Promoter Oakland, CA [Tentative Selectee]	March 2013

Management

The core management team members of KMTP are:

<u>Position</u>	<u>Hire Date</u>	<u>Current Position Since</u>
Booker T. Wade Jr. General Manager	April 1994	April 1994
YoungSu Yoo Creative Director	October 2002	May 2005
Fan Wen Chief Financial Officer	March 2010	March 2010
Russell Brown Chief Engineer	June 1998	June 1998

c) Description of MTP

A description of MTP is shown in paragraphs 1-3 of the cover letter, above.

d) FCC Qualification Requirement

MTP initially was found to be qualified by the FCC in 1982 as an applicant and has been continually qualified since 1995 as a licensee. In 2009, MTP embarked upon a course to convert itself from a community supported entity to a tuition-supported private non-profit educational institution, the College of Palo Alto, now the School of Science and Technology. The mission of the school is to provide a rigorous intellectual competency of instruction to global students to advance learning and knowledge by demonstrably linking theory and practice in science, technology and mathematics in an environment driven by diversity and excellence, utilizing the rich human and economic resources in Silicon Valley. Prior to closing on the transaction, MTP will convert itself to a privately supported educational institution. As such, it will not be required to be broadly representative of the City of San Mateo. Notwithstanding the foregoing, MTP would expand its Board of Directors with additional residents who reside in the City of San Mateo beginning in April 2013. The additional members would be added in increments to avoid a major change of control under FCC rules. MTP would seek recommendations from San Mateo community leaders.

e) CPB Qualifications

MTP believes it could qualify for CPB financial support as the CPB Board of directors have voted to permit KMTP to enter its Community service Grant program effective this year. The grant application is now pending and is anticipated to be approved in March 2013.

4) Proposal Response

Potential bidders must review and respond in detail to all of the following questions in order to assure understanding of the scope and provisions of each party's responsibilities under this Request for Proposal. The selected bidder shall be required upon notice by the District that it has been selected to enter into a purchase contract substantially in the form attached hereto. Bidders should note in their responses any exceptions, objections or additions to the terms outlined.

- a) Describe your offer. Please include total price offered, to be paid by wire transfer of immediately available federal funds at the closing of the transaction. Please provide evidence of the source of the cash. Please describe any intention to pursue financing/loans/or other funds, including information on (i) your expected sources, reserves, lines of credit or other financing needs. Please be specific with respect to your intention to lease District space. As an alternative to an all-cash offer, you may devise an offer that includes deferral of a portion of the total price. If you make an offer that includes such a deferral, you must be specific with respect to the terms offered, including the length of the payment period, the frequency of payments, the interest rate, the basis for calculation of the interest rate, and the security and guarantees to be offered. The District will weigh the economic value of competing offers, considering factors such as net present value and creditworthiness of the bidder. While the District will entertain offers involving deferred payments, it has a preference for bids that include all or substantially all cash upon closing.

- b) Disclose the full names of your governing board members including their time served on the board.

f.w. c) NA (initial if statement is true) There are no adverse findings with respect to violations of the law for the board members which would preclude the entity from purchasing the station.

- d) Attach a brief description of your organization, its structure, and its state/country of incorporation or formation including its non-profit status (501c3 or other determination). If you have an attributable interest in any radio or television stations, please describe them. Additionally, include annual audited financial statements for the last three years of your operation.

f.w. e) No (yes or no) Our Bidder may wish to offer employment to some of the displaced KCSM employees. (The willingness to offer employment to existing KCSM-TV personnel will be a decisional factor only among bids that are of equal value).

- f) Explain how your organization would meet the FCC requirement to be broadly representative of the community of license, San Mateo, CA.

g) CPB qualifications:
 CPB qualified currently

f.w.
 Currently, CPB eligible
 We believe we could qualify for CPB financial support
 We believe we could not qualify for CPB financial support
 (CPB qualifications standards may be accessed, as of the time of this writing, at http://www.cpb.org/stations/grants/tv/generalprovisions/cpb_13TV_CSG_GeneralProvisions.pdf, although it is Bidder's responsibility to determine those standards)

B. Subsidization of station operations and cooperative participation in FCC spectrum

auction. The second type of base proposal is to subsidize the continued operation of KCSM-TV by the District for an interim period and then work with the District cooperatively to tender the station's spectrum in the planned FCC reverse spectrum auction.

The FCC has been authorized by Congress to conduct a reverse auction of television band spectrum through the Middle Class Tax Relief and Job Creation Act of 2012, (often referred to as the Spectrum Act). The FCC has released a Notice of Proposed Rulemaking (Notice) to consider the design of a voluntary reverse auction of television licensees' spectrum rights, the repacking of broadcast television licensees into a smaller total bandwidth, and the "forward auction" of the resulting cleared spectrum to commercial wireless companies. A copy of that Notice including appendices is posted at <http://tinyurl.com/8j76g9k>.

The FCC has announced a schedule to finalize rules for the auctions by mid-2013 and to conduct the auction in 2014. The Spectrum Act authorizes only a single television band auction, which must be completed before September 30, 2022.

The District will entertain proposals to (a) subsidize the operations of KCSM-TV in the amount of no less than \$800,000 per 12-month period until such time as the reverse auction results are announced and finalized by the FCC and the District is no longer responsible for the operation of KCSM-TV, and (b) engage in one or more of the additional options described below. During the period of subsidization the District shall remain the owner, licensee, and operator of KCSM-TV and a successful bidder under this type of base proposal will have no role in station operations. The subsidy would be nonrefundable. A bidder may propose to make an upfront payment to the District (in addition to the subsidization of operations) for the right to work cooperatively with the District in the reverse auction and/or propose a split of reverse auction proceeds with the District. A bidder should specify in its proposal how it would work cooperatively with the District to formulate a reverse auction bid or bidding strategy. That proposal must acknowledge the District's responsibilities as an FCC licensee and be formulated so as to accommodate FCC requirements in that respect.

The District would commit to tender the spectrum of KCSM-TV at reverse auction if it selects a successful bidder under this type of base proposal. A bidder must, however, propose what it contemplates would happen if participation in the reverse auction did not result in a successful bid.

Proposal Response

Potential bidders must review and respond in detail to all of the following questions in order to assure understanding of the scope and provisions of each party's responsibilities under this Request for Proposal. The selected bidder shall be required upon notice by the