

Subj: McLean Stake Conference and Alabama Radio Imbroglia
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13 Feb 2000

Dear Mom -- (copies to Nathan, Jonathan and various Halls)

We had stake conference today. In case you're interested in the geography, it's all of the congregations from Arlington through McLean and out to Great Falls.

Attendance was good; probably about 1800. People who came late had no place to sit. I was fortunate to find a single seat next to Jerry Erickson, a 40-ish lawyer who is (a) nicer than most lawyers, and (b) interested in joining the Church. I like him a lot. He has taken all the discussions and come to most Sunday meetings since last September or so, but he's still thinking about it. Connie Kunzler is his girl friend.

The (older) Primary children's sang "I am a child of God" and "I wonder, when He Comes Again," but not in that order. Two Chinese sisters, aged about 9 and 11, played a gorgeous violin duet (with piano accompaniment) based on "I Am a Child of God" before the choir sang.

A Japanese man (or maybe Korean?) named Richard Zong or something like that spoke extemporaneously by request of the visiting "General Authorities" -- Elder Banks and Elder Ferrell. He joined the Church last year.

He said, "The most wonderful thing that happened since my baptism is that I learned how to keep peace and joy in my heart. We all face adversity -- sickness, disappointment, pain and death -- but we understand that these are given to us for our experience and our good.

"These would teach us to have endurance and patience. Joining the Church is the happiest choice in my life. Going from one country to another is different. Going from non member or inactive member to active member [of the Church] is a long way to go, too, but worth the distance."

I got all that down in my notes because, unlike most of the speakers, he spoke almost as slowly as I write. For someone who is just learning English I thought he did pretty well.

This was like last week's Fast & Testimony meeting, where the most eloquent comment came from five year old redhead Julie Brooks: "I think it's really important to LISTEN and OBEY."

Elder Ferrell told some interesting stories. One of these was about when they lived in Michigan and were praying that the Lord would send them someone with whom they could share the Gospel.

His wife was at the supermarket and felt like the Spirit told her she should buy a turkey, of all things. She did so without question, yet knowing that it would be a lot more than their family could eat by themselves. That next Sunday she cooked the turkey even though she had no idea who if anyone would help them eat it.

While the turkey was in the oven, a nuclear engineer and his wife (a Fulbright scholar) just wandered into Church out of curiosity.

The Ferrells met them at a break in meetings and wanted to get to know them better, so they invited them for dinner. The visitors refused, insisting that the Ferrells would not have enough food for a second family. But when they learned that she was already baking a turkey they changed their minds and came --- and ultimately joined the Church.

The theme of the conference was Ether 12:4 - hope for a better world. For sure things *have* to get better is how I look at it. But maybe that's just

because this is the low ebb of the sales year in the radio business.

The advertisers always spend their big budgets in the 4th quarter of the year, leaving only pennies for January and February, so it's always a struggle even when you don't have other factors affecting sales.

Back to the conference report, Elder Banks told a story about missionaries in Santaquin, Utah who were about to baptize somebody. These were a big elder from Samoa and his brand-new companion, 19 years old and straight off the farm in Idaho.

These missionaries went to the church building just before the baptismal service was supposed to start and discovered to their horror that no one had filled the font.

Whether it's due to the plumbing or the limits of the hot water heaters in stake centers, it always takes hours to fill a font. The new missionary said, "This is horrible. What are we going to do?" His companion, thinking to make an ironic comment, said, "Call 911."

The new elder from Idaho took the Samoan seriously and walked across the street to use the neighbor's phone, from which he called 911. He said, "We have an emergency -- we're about to have a baptism and the font is empty. We don't know what to do." The dispatcher said, "Stay right there at the church."

By the time the missionary walked back across the street to the church building, the fire truck was coming up the drive. The firemen rolled out the hose and within four minutes the font was filled.

They wouldn't have gotten the same help here, Elder Banks observed.

Maybe the recipients of this email who live in Utah have already heard this story five times, but the way Elder Banks told it it got everyone's attention here.

We had an investigator at conference -- Ross Wagner -- who went to the main session and also to the special meeting Elder Banks had afterward in the Relief Society Room with the recent converts. I hadn't been told that

people who were not yet members were invited, but I'm glad someone got the message to Ross.

Evidently President Hinckley has asked the General Authorities who are going out for stake conferences to have this extra meeting with the new members in order to get to know them and answer any questions they might have.

Ross is about 28, doing something with computers such that he's often working 60 hour weeks. He is dating an LDS woman named Julia Morgan. Ross has had all the discussions as of last fall. His Methodist minister convinced him, or so we thought, that he ought to stick with Methodism, so we hadn't seen much of Ross for a couple of months. Then last week he showed up in Church again.

I spoke with him in the hallway after this meeting today. He said he had been trying to keep a low profile in the meeting with the General Authorities (the one in the R.S. Room), but thought that Elder Banks was one of the best speakers he had ever heard.

I'm going to Mobile late tomorrow afternoon.... I hope to work out a deal with a guy named Dan Bradley to manage the stations so that I can start spending the time I need to up here and won't have to go down there all the time. For those who aren't already tired of hearing us talk about these stations, they're WAVH (oldies 106.5) and WZEW (92 Zoo - a AAA (adult album alternative) station).

As you may have gathered from Virginia's emails, it's not turning out as easy to sell the properties as we had hoped.

She probably hasn't named the group we were trying to sell to -- Cumulus Media -- because we wanted to keep it confidential, but now all of Mobile (or at least the entire advertising community) knows, so I suppose it's useless to keep its identity under a hat.

Anyway, way back in September I told Cumulus that I wasn't going to agree to a sale under which the new owner would fire people right and left. Cumulus promised verbally to safeguard the jobs of the employees whom I designated as "the keepers." Cumulus even created a document to

put that in writing, along with the other contracts Cumulus drafted to form part of the deal. This was last October.

I signed all three documents, but since I had just then discovered that Cumulus couldn't buy both stations legally -- Cumulus is bumping up against its FCC ownership limit for that market -- I made my signatures contingent on Cumulus solving its multiple ownership problem to my satisfaction.

Eventually I got a signature page back from Cumulus, but only as to one of the three main documents. I had trouble understanding why Cumulus wasn't signing the other ones, and why it wasn't reformulating the one it did sign in order to solve the multiple ownership problem.

In December, I found out that during all the time while I thought that Cumulus was committed to buy at least one of my stations, Cumulus had been trying assiduously to buy the last independent 100 kW facility in town -- WABB -- instead.

When in December the owner of that station finally stopped returning their phone calls, Cumulus started getting serious about beginning the "Local Marketing Agreement" on my stations. Of course, the FCC doesn't allow an operator to have an LMA on a station it can't legally own, so the only way to make this work was to have a third party take over the time on one of the stations.

Nothing about this process was being handled the way it should have been, however. For example, before Cumulus was even close to having new LMA documents signed up, much less a new purchase agreement that would cover WAVH only, they started telling our vendors and advertisers that they were taking over WAVH and WZEW (the latter of which they couldn't legally do) as of January 1. This started costing us a lot of business, as the advertisers thought that they should be contacting Cumulus and not us to buy time on WAVH and WZEW for any time after January 1.

Moreover, there were disquieting indications that the proposed spin-off of WZEW to Urban Radio was something of a sham, with Cumulus planning to retain effective control of the station or at least of the entire advertising time inventory. I still don't know what they really planned to do in that

regard; it's like they wanted me to be the last to know.

Lew Dickey, COO of Cumulus, apologized for all of this and promised that all would be rosy in the future if I would just sign on with them. He is a very charming guy when you first meet him, and I was tempted to forget about all the problems and go along with what they wanted. However, I now have serious doubts as to whether I can trust him.

In the last conversation I had with him, I asked him whether he had had any conversations with anyone about buying any other radio stations in Mobile (other than WAVH and WZEW) since they signed the one paper with me in October. He said, "No."

I was pretty sure that this wasn't true, because the owner of WABB had told me about all the calls Lew and his broker had made to him. All of a sudden it made sense why the broker (who stands to make a pile of money if the sale of my station to Cumulus were to close) hadn't call me in about three months! He evidently was looking to make even more money, instead, on the sale of WABB to Cumulus!

Since it seemed ever more doubtful that I was going to be able to rely on Cumulus, I pulled the final plug on the proposed sale to Cumulus on about January 14, and offered to let Cumulus have its deposit back if they'd sign a release so that I wouldn't have their earlier threats of a lawsuit hanging over me. Then I heard not a peep from them for over three weeks.

At first, the fact that Cumulus had put up a deposit had seemed like a good indication that its people were acting in good faith, even though the way they had gotten as far as they had without addressing the multiple ownership problem was perplexing. Now I'm wondering if it wasn't just a cynical "investment" in a strategy designed to save them millions of dollars on the purchase of the station (WABB) that they really wanted to buy. There's more I could say about that, but this has gone on way too long already.

I do have to add one thing, though: Just this past week, I have learned that Cumulus had brought a new morning team to Mobile at the end of December with the intention to put them on WAVH. Cumulus told me nothing of this at the time, even though under an LMA the licensee (me) is still supposed

to be in control of all aspects of station operation and especially programming.

Naturally you don't have two morning teams on the same station, so the arrival of the new guys would have meant that Robert Penny and Trey Matthews, who are the morning team on WAVH now, and who were on my "protected" list, would have been sacked, contrary to Cumulus' promise.

This would not be so bad if the deal called for the sale to close right away; if it did, I could give Robert and Trey big enough bonuses out of the closing proceeds to allow them to transition to another situation somewhere else. Unfortunately, Cumulus insisted on the right not to close until January 2001...and maybe much later if final FCC approval hasn't come by then. Thus, there might be a rather long time when I would be

left twisting out there, with it looking to the employees that I had completely betrayed my promises to them.

I feel like Diogenes, looking around the broadcasting industry for someone who will act with some integrity on this transaction, but so far it seems that I search in vain.

Somehow this all seems reminiscent of the Megadiamond situation, where Dad and David eventually had to sue Smith (the buyer who took the place over) in order to get it to make the milestone payments. In my situation, if I had let Cumulus roll me and start the LMA I would have ceded operating control of the business while being made to wait probably years to get all but a tiny fraction of the consideration for the sale.

Virginia has made Valentines Day chocolates for the law firm employees and the radio station staff. I am somehow supposed to transport the latter set of these hand dipped creations to Alabama without them all getting mashed in the process.

Actually they'll be a day late since I don't arrive in Mobile until 10 pm tomorrow.

Normally I have a bunch of meetings all Sunday morning, including choir here, and then regular church takes up the afternoon, with the occasional fireside in the evening. With conference and no more meetings I've had a

different schedule. Thus, the good news for you is that I will not likely find the time to write another email like this for a very long time.

If time permitted I could tell you all about an incredible meeting some of us had at Bill Ingersoll's house with BYU President Merrill Bateman last Thursday.... but it doesn't, so I truncate it.

I really DO have to talk with Daniel about one aspect of that, though -- President Bateman told me to have him contact the people at BYU who are putting out a set of volumes of medieval Arabic writers whose works have never before been published in English. According to President Bateman just the first volume of that series has had a miraculous effect in opening doors in the Islamic world, most notably with President Wahid of Indonesia.... It turns out that it was his favorite book, and it led to the

recent visit of President Hinckley to Indonesia, where he was received like head of state. This in a country where Moslems are murdering Christians and vice versa on some islands.

Maybe there really is *hope for a better day*.

Love,

Barry