



Melodie A. Virtue

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Melodie Virtue represents broadcast and online commercial and noncommercial educational radio and television companies before the Federal Communications Commission in Washington, D.C., as well as other federal agencies. Her experience includes proceedings before the FCC dealing with licensing, spectrum auctions, program content, forfeitures, and administrative hearings as well as drafting comments on proposed rules that impact her clients' businesses.

In addition to serving their regulatory compliance needs, she negotiates and drafts contracts on behalf of electronic media clients on various facets of their business, such as asset sales and stock transfer agreements, tower leases, local marketing agreements, programming agreements, and employment agreements. She also advises clients regarding copyright, music licensing, service marks, online digital streaming and podcasting, terms of use, privacy policies, and web site legalities.

During her career as a telecommunications attorney, Ms. Virtue has assisted with the start-up of a national satellite direct-to-home television service provider, negotiating transponder agreements, purchase orders, and affiliation agreements, and advising it on FCC and FTC regulatory requirements. She was a core part of the legal team that successfully challenged the constitutionality of the FCC's Fairness Doctrine. She also was part of the team whose efforts resulted in the FCC's grant of the first cellular license to a nonwireline company.

Experience

Copyright

Helped clients sort through issues relating to archiving programs and related music licensing and permissions issues.

Copyright

Drafted music licensing agreements for broadcasters to license live in-studio recording sessions and to use recordings in over-the-air performances, streaming, and podcasts on web sites. Drafted releases to allow broadcasters to record and reuse guest interviews in other media.

Copyright

Assisted clients with understanding the requirements to qualify for the statutory license under the Digital Millennium Copyright Act to cover streaming audio on the Internet. Helped them with filing Notices of Use with the Copyright

Office and with preparation of monthly Statements of Account and quarterly Reports of Use for filing with SoundExchange.

Copyright

Prepare and file with the Copyright Office clients' Designation of Agent to Receive Notification of Claimed Infringement pursuant to the Digital Millennium Copyright Act and draft their copyright notice and takedown policies for posting on their web sites.

FCC Licensing

Developed renewal filing guide to assist clients through the FCC broadcast license renewal process. Worked on preparation and filing of several hundred renewal applications and successfully defended against petitions to deny their license renewals.

FCC Licensing

Worked on preparation of over 120 applications for new FM broadcast stations filed with the FCC in a noncommercial educational filing window. Assisted clients with amending bylaws to meet FCC point system qualifications, obtaining antenna site assurance of availability, meeting legal qualifications, coordinating with consulting engineers, budgeting and securing commitments for financing construction and operation of the station, meeting public notice requirements, negotiating settlement agreements, preparing petitions against competitors, and defending against petitions to deny the applications.

FCC Regulatory

Obtained waivers of FCC rules to receive special temporary authority to enable several AM broadcast stations to use FM translators before the FCC changed its rules to allow FM translators to rebroadcast AM stations.

FCC Regulatory

Developed affirmative action packet and forms for clients to use to comply with the FCC's EEO requirements; assisted clients with editing annual EEO public file reports and with responding to FCC EEO audits and inquiries.

FCC Regulatory

Assisted with the start-up of a national satellite direct-to-home television service provider; negotiated transponder agreements, purchase orders, and affiliation agreements, and advised it on FCC and FTC regulatory requirements.

FCC Regulatory

Guided clients through the FCC's auction procedures, including applicant structure for bidding discounts and new entrant discounts, pre-auction procedures, settlements and anticollusion issues, filing auction short form applications on Form 175, monitoring auction results and assisting with bid placement, filing post-auction long form applications, and responding to petitions against winning bidders.

FCC Regulatory

Developed template for a universal settlement agreement for a trade association to use to assist competing low-power FM (LPFM) station applicants to resolve their mutual exclusivity.

FCC Regulatory

Defended clients before the FCC on regulatory audits and negotiated consent decrees and tolling agreements.

FCC Regulatory

Helped television clients through the digital transition and filing forms unique to television stations, such as quarterly

DTV Education Reports on Form 387 and DTV Status Reports on Form 388, quarterly Children's Television Programming Reports on Form 398, and Form 317 Digital Ancillary / Supplementary Services Reports.

FCC Regulatory

Assisted clients with managing FCC online databases, including Antenna Structure Registration, Federal Registration Numbers, and online filing of FCC applications and reports.

FCC Regulatory and Contracts

Assisted start-up programmer with drafting syndication affiliation agreement and contest rules.

FCC Regulatory and Contracts

Negotiated and drafted agreements relating to station programming, such as time brokerage agreements, local marketing agreements, noncommercial broadcast programming agreements, program syndication agreements, and HD2 and multicast program streams.

FCC Regulatory and Tower Leasing

Worked with master FM antenna committee to assess issues relating to co-location of TV stations atop a tall building hosting most of the broadcast stations licensed to a large U.S. market.

FTC Regulatory

Helped clients navigate myriad Federal Trade Commission regulations relating to advertisement of consumer credit and leasing, endorsements and testimonials, and weight loss claims.

Privacy

Developed and drafted privacy policies for clients relating to their collection and use of personal information from users of their web sites.

Social Media

Assisted clients with creating social media policies governing employee personal behavior as well as for promoting client business.

Tower Leasing

Negotiated and drafted tower leasing agreements for broadcasters as lessees to lease space from tower owners as well as for tower owners to lease to third-party users.

Transactions

Worked on a complex stock sale transaction worth over \$100 million for the sale of a legacy broadcast station in a major Northeast market. Assisted client with transferring assets to other entities for sale to third parties and creating new corporate entities to facilitate multiple transactions.

Transactions

Assisted numerous clients with negotiating and drafting asset purchase agreements for sale of broadcast properties, filing and prosecuting assignment and transfer applications, and closing the deal.

Web Site Compliance Issues

Spearheaded development of comprehensive due diligence checklist to audit client web sites. Assisted clients with drafting terms-of-use and privacy policies as well as managing issues relating to e-commerce, social networking, and federal regulations affecting business web sites.

Services

- ▶ Privately Held Companies
- ▶ Charitable and Tax-Exempt Organizations
- ▶ Intellectual Property Transactions
- ▶ Mergers and Acquisitions
- ▶ Debt Finance
- ▶ Public Policy, Lobbying and Political Law
- ▶ Indian Law

Industries

- ▶ Communications, Media and Information Technology
- ▶ Technology and E-Commerce
- ▶ Emerging Companies
- ▶ Indian Tribes
- ▶ Sports, Arts and Entertainment

Education

- ▶ American University, Washington College of Law, J.D., 1982
 - ▶ Member, *American University Law Review*, 1981-1982
- ▶ George Washington University, B.A., with distinction, 1979

Admissions

- ▶ District of Columbia, 1982
- ▶ U.S. District Court, District of Columbia, 1982
- ▶ U.S. Court of Appeals, District of Columbia Circuit, 1985
- ▶ United States Supreme Court, 1990
- ▶ Virginia, 1992

Professional Recognition

- ▶ Named in Martindale-Hubbell Bar Register of Preeminent Women Lawyers, 2012
- ▶ Minority Media and Telecommunications Council Extraordinary Service Award, 2009
- ▶ Alliance for Women in Media (formerly American Women in Radio & Television, Inc.) Achievement Award, 2008
- ▶ Martindale-Hubbell AV/5.0 Peer Review Rated

Professional Activities

- ▶ Member, National Federation of Community Broadcasters, 2010-present
- ▶ Member, Federal Communications Bar Association, 1982-present
- ▶ President, Alliance for Women in Media (formerly American Women in Radio & Television, Inc.); Chair of its Foundation, 2003-2005
- ▶ Vice President, Alliance for Women in Media (formerly American Women in Radio & Television, Inc.), 2000-2002
- ▶ Program Chair, 1998 Alliance for Women in Media (formerly American Women in Radio & Television, Inc.) Annual Convention; 2002 and 2004 Leadership Summit and Business Conferences
- ▶ Member, Board of Directors, Alliance for Women in Media (formerly American Women in Radio & Television, Inc.), 1992-1994, 1997-2007
- ▶ Trustee, Board of Trustees, Foundation of Alliance for Women in Media (formerly American Women in Radio & Television, Inc.), 1992-1994, 1997-2007
- ▶ Member, Radio Club of America, 1996-2001

Community Activities

- ▶ President, Toastmasters Club "Aesthetic Voices," 2002; Member

Events

- ▶ "Negotiating the Deal," National Association of Broadcasters Education Foundation Broadcast Leadership Program , National Association of Broadcasters, Washington, D.C. , February 11, 2012
- ▶ "Best Practices and Compliance Issues with the FCC's Equal Employment Opportunity Rules," EEO Best Practices Summit, Federal Communications Commission, Washington, D.C., January 4, 2012
- ▶ "Legal Issues in Broadcasting," National Federation of Community Broadcasters Conference, San Francisco, CA, June 3, 2011
- ▶ "Legal Issues in Digital and Social Media," National Federation of Community Broadcasters Conference, San Francisco, CA, June 3, 2011
- ▶ "Music Licensing," National Federation of Community Broadcasters Conference, San Francisco, CA, June 2, 2011
- ▶ "Legal Update on Underwriting," National Federation of Community Broadcasters Conference, San Francisco, CA, June 2, 2011
- ▶ "The FCC and You," 2011 National Association of Broadcasters Show, Las Vegas, NV, April 12, 2011
- ▶ The Local Public File for NCE Radio Station, Webinar, March 18, 2011
- ▶ SXSW Music and Media Conference, Austin, TX, March 11-15, 2011
- ▶ "Cover Your Assets--How to Renew Your Broadcast License," National Federation of Community Broadcasters, Webinar, February 17, 2011
- ▶ "Negotiating the Deal," National Association of Broadcasters Education Foundation Broadcast Leadership Program, National Association of Broadcasters, Washington, D.C., February 4, 2011
- ▶ "The First Thing We Do, Let's Stump All the Lawyers," 2010 Fall Conference, Western States Public Radio, Las Vegas, NV, November 3-5, 2010
- ▶ "Legal Mistakes to Avoid on your Website," National Federation of Community Broadcasters, St. Paul, MN,

June 11, 2010

- ▶ "Legal Issues in Broadcasting," National Federation of Community Broadcasters, St. Paul, MN, June 11, 2010
- ▶ "Legal Issues in Broadcasting," National Federation of Community Broadcasters, St. Paul, MN, June 10, 2010
- ▶ "Legal Update on Underwriting Issues," National Federation of Community Broadcasters, St. Paul, MN, June 10, 2010
- ▶ "In the Midst of Building That Dream," National Federation of Community Broadcasters, St. Paul, MN, June 9, 2010
- ▶ "Common Legal Mistakes to Avoid on Your Web Site," Media Finance Focus 2010, MFM & BCCA's 50th Annual Conference Celebration, Nashville, Tennessee, May 24, 2010
- ▶ "Harmonic Frequencies: Revisioning the Relationship Between Community Radio and Independent Musicians," The Grassroots Radio Coalition 2010 Conference, Redway, CA, May 14, 2010
- ▶ "The Scramble for Content and Delivery: It's 'Up in the Air'," 29th Annual Representing Your Local Broadcaster Seminar, Las Vegas, Nevada, April 11, 2010
- ▶ "Negotiating the Deal," National Association of Broadcasters Education Foundation Broadcast Leadership Program, National Association of Broadcasters, Washington, D.C., February 28, 2010
- ▶ "Negotiating the Deal," National Association of Broadcasters Education Foundation Broadcast Leadership Training Program, National Association of Broadcasters, Washington, D.C., February 7, 2010
- ▶ Western States Public Radio Conference, The Heathman Hotel, Portland, OR, November 4-5, 2009
- ▶ Public Radio Engineering Conference, Association of Public Radio Engineers, Webinar, September 22, 2009
- ▶ "Minority Media and Telecommunication Council Radio Rescue Petition," Federal Communications Bar Association Mass Media Practice Committee, National Association of Broadcasters, Washington, D.C., September 8, 2009
- ▶ "Music Licensing and SoundExchange Reporting," National Federation of Community Broadcasters, Webinar, July 17, 2009
- ▶ "Common Legal Mistakes to Avoid on your Web Site" and "The Digital Dilemma - What Can I Do with HD Capacity?," Public Broadcasting Management Association Conference, Tampa, FL, May 27-28, 2009
- ▶ "Regulating Broadcast Programming: Is Content King or Will Government Reign?," NAB Show Broadcast Management Conference, Las Vegas Convention Center, Las Vegas, NV, April 19-22, 2009
- ▶ National Federation of Community Broadcasters Community Radio Conference, Portland, OR, April 1-3, 2009
- ▶ "Legal Issues for New Managers," National Federation of Community Broadcasters, Webinar, March 10, 2009
- ▶ "New Technologies, New Music," National Federation of Community Broadcasters, Albany and Buffalo, NY, October 17-18, 2008
- ▶ "Year in Review (Return of Regulation)," Representing Your Local Broadcaster, FCBA/ABA/NAB Legal Forum, Bellagio, Las Vegas, NV, April 13, 2008
- ▶ "NCE FCC License Filing Windows Update," Public Radio Engineering Conference, Las Vegas Convention Center, Las Vegas, NV, April 11, 2008
- ▶ "Political Broadcasting"; "Legal Primer for New Managers"; "Can We Say That?: Update on Underwriting and Sponsorship Issues"; and "Legal Issues in Broadcasting," National Federation of Community Broadcasters Annual Conference, Atlanta, GA, March 27-29, 2008
- ▶ "Negotiating the Deal," National Association of Broadcasters Education Foundation Broadcast Leadership Program, National Association of Broadcasters, Washington, D.C., February 9, 2008
- ▶ "Avoiding FCC Fines for Payola and Play-for-Pay," Broadcast Cable Financial Management Association, Audio

Conference, June 21, 2007

- ▶ "Be Smart about Intellectual Property," Public Broadcasting Management Association Conference, InterContinental Hotel, New Orleans, LA, May 29-June 1, 2007
- ▶ "Traversing the Perils of Obesity, DTC, FTC, FCC and Beyond," ABA/NAB/FCBA Legal Forum, Representing Your Local Broadcaster, Bellagio, Las Vegas, NV, April 15, 2007
- ▶ "Lasting Leadership - Lessons Learned from AWRT's National Leaders," American Women in Radio and Television Leadership Summit and Business Conference, The Renaissance M Street Hotel, Washington, D.C., March 8-10, 2007
- ▶ "Negotiating the Deal," National Association of Broadcasters Education Foundation Broadcast Leadership Program, National Association of Broadcasters, Washington, D.C., February 10, 2007

Publications

- ▶ "Streaming Reference Memo," Garvey Schubert Barer, March 23, 2011.
- ▶ "Chart of Various SoundExchange(SX) Rates and Terms to Stream Digital Sound Recordings under Statutory License," Garvey Schubert Barer, March 23, 2011.
- ▶ "Get Ready for Renewal – A New Certification Minimum Operating Schedule & Failure to Operate for 30+ Days," Garvey Schubert Barer Legal Update, January 3, 2011.
- ▶ "Get on the Air and Stay There: A Guide to Building and Maintaining a Non-Commercial Educational Community Radio Station," New Station Manual, National Federation of Community Broadcasters, September 2010.
- ▶ "FCC Proposes 2010 Annual Regulatory Fees," Garvey Schubert Barer Legal Update, April 19, 2010.
- ▶ "Copyright Office Defines Digital Phonorecord Delivery," Garvey Schubert Barer Legal Update, December 28, 2008.
- ▶ "Political Advertising Issues for 2008," Garvey Schubert Barer Legal Update, September 23, 2008.
- ▶ "\$150,000 Consent Decree for EEO Violations," Garvey Schubert Barer Legal Update, September 23, 2008.
- ▶ "FCC Adopts 2008 Annual Regulatory Fees," Garvey Schubert Barer Legal Update, August 13, 2008.
- ▶ "EEO-1 Reports Due September 30, 2008 at the EEOC," Garvey Schubert Barer Legal Update, July 15, 2008.
- ▶ "FCC Revises Filing Requirement for DTV Consumer Education Report," Garvey Schubert Barer Legal Update, June 17, 2008.
- ▶ "Court Sets Online Companies' ASCAP Royalty Rate," Garvey Schubert Barer Legal Update, May 14, 2008.
- ▶ "FCC Publishes Revised Edition of 'The Public and Broadcasting'," Garvey Schubert Barer Legal Update, May 14, 2008.
- ▶ "Waiting to File Form 355 - Standardized Television Disclosure Form," Garvey Schubert Barer Legal Update, May 14, 2008.
- ▶ "FCC Slaps Wrists For Lack of EEO Recruitment," Garvey Schubert Barer Legal Update, April 23, 2008.

- ▶ "Broadcast Localism," Garvey Schubert Barer Legal Update, February 19, 2008.
- ▶ "The New Year Could Bring Added Programming, Ascertainment, Reporting and Main Studio Requirements," Garvey Schubert Barer Legal Update, December 28, 2007.
- ▶ "New TV Reporting and Public File Regulations," Garvey Schubert Barer Legal Update, December 11, 2007.
- ▶ "Are Your EEO Initiatives Adequate?," Garvey Schubert Barer Legal Update, September 28, 2007.
- ▶ "Payola Avoidance," *Radio & Records*, July 20, 2007.
- ▶ "Outreach & Recruitment," Alliance for Women in Media (formerly American Women in Radio & Television, Inc.), *Making Waves* magazine, Vol. 4, No. 2, 2007.
- ▶ "Doing the Royalty Math," *The Financial Manager*, May/June 2007.
- ▶ "Podcasting: Do You Have the Rights?," Prepared for distribution at Public Broadcasting Management Association Conference, New Orleans, May 30, 2007.
- ▶ "EEO Gut-Check Time," *Small Market Radio Newsletter*, January 18, 2007.
- ▶ "Beyond the Public File: Station Records and Logs," Garvey Schubert Barer, January 17, 2007.
- ▶ "Privacy and Data Security – Tips for Avoiding and Dealing with Breaches," Garvey Schubert Barer, October 20, 2006.
- ▶ "How to Squeeze Maximum Value from your FCC License," *Radio Ink*, May 23, 2005.
- ▶ "License Renewal in a Nutshell: A Quick and Helpful Guide to Documenting Broadcast License Renewal Applications," *The Financial Manager*, September/October 2004.
- ▶ "Publisher's Profile," *Radio & Records Inc.*, September 5, 2003.