



AUTHORIZATION TO PARTICIPATE IN SESAC LITIGATION SETTLEMENT

Settlement of Antitrust Lawsuit

The commercial terrestrial radio broadcasting stations identified below (“Stations”) agree to be bound by the terms of the Settlement Agreement resolving the antitrust case captioned *Radio Music License Committee, Inc. v. SESAC, Inc., et al.*, No. 2:12-cv-05807-CDJ (E.D. Pa.). A copy of the Settlement Agreement is available for inspection on the RMLC website at <http://www.radiomlc.org> and Stations confirm that they have reviewed the terms of the Settlement Agreement and agree to be bound by them.¹

Subject to providing the notice described below, Stations authorize the RMLC to negotiate -- and, as appropriate in the discretion of the RMLC, to arbitrate -- with SESAC on their behalf for licenses of up to three- or four-year periods covering the remainder of the 22-year span of the Settlement Agreement (2019 through 2037) and to be bound by the outcome of such negotiations and arbitrations.

Also as a part of the settlement, Stations agree to release the antitrust claims against SESAC that have been asserted on their behalf in the litigation, as more fully described in Paragraph 16 of the Settlement Agreement.

RMLC Administrative Fee

The Stations understand and agree that this authorization obligates them to pay an administrative fee to the RMLC, as more fully described in Paragraph 15 of the Settlement Agreement, in support of the RMLC’s ongoing activities in relation to SESAC on the industry’s behalf.

¹ The terms of the Settlement Agreement *exclude* from participation stations that (a) are not licensed by SESAC, or, except as provided below, (b) are delinquent in their payments of license fees to SESAC for a period of six months or more (as described in Paragraph 2(a)(i)-(ii) of the Settlement Agreement).

Stations that are eligible and agree to be bound by the Settlement Agreement understand and consent to SESAC providing the RMLC, on a confidential basis, with information about their account status with SESAC to determine whether a station is eligible to obtain the benefits of the Settlement Agreement, as more fully described in Paragraph 15 of the Settlement Agreement, and for this limited purpose only.

The RMLC's annual assessment for SESAC is akin to the annual fee that Stations have been assessed for years now with regard to ASCAP and BMI. Stations agree to pay this fee in full immediately upon receipt of the appropriate annual bill. Stations further agree that the FCC licensee of record as of June 1 of a given year will be responsible for making full payment of the RMLC administrative fee billed for that calendar year.

Notice of Future Opt-Out

Should Stations determine, at a future point in time, to forego the ongoing benefits of this settlement, and elect instead to deal with SESAC directly in licensing matters, Stations will provide notice of such intent to the RMLC by not later than September 30th of the last year of the then-current license period. (Those license periods are set forth in Paragraph 2.d. of the Settlement Agreement.) Such notice will be transmitted by the means specified in Paragraph 26 of the Settlement Agreement and sent to the RMLC address listed there. Any such notice will become effective as of the following January 1st.

Representation

Stations acknowledge that they have had an opportunity to read and understand the terms and conditions of the Settlement Agreement, have voluntarily accepted such terms, and the signatory is fully authorized to enter into, and to execute, this authorization on behalf of Stations. If a Station changes ownership in the future, the new owner may assume the benefits and obligations of this authorization.

Name of Company or Group: _____

Signature and Title of Station Personnel _____

Date of Submission to RMLC ____/____/____

An Addendum with additional or all Stations may be attached if the form cannot accommodate all Stations in a radio group.

September 30, 2018 is the cut-off date to be eligible to participate in this next round of SESAC negotiation or arbitration for the 2019-2022 license period. So that the RMLC can timely compile and exchange with SESAC the list of eligible stations who wish to participate, the RMLC requests that stations complete and mail, fax or email this form by **March 31, 2018** to:

RADIO MUSIC LICENSE COMMITTEE

Attention: Bill Velez

1616 Westgate Circle

Brentwood, TN 37027

Phone: (615) 844-6260

Fax: (615) 844-6261

bill@radiomlc.org