

November 20, 2015

Chief, Litigation III Section
Antitrust Division
U.S. Department of Justice
450 5th Street NW, Suite 4000
Washington, DC 20001

Re: Justice Department Review of the BMI and ASCAP Consent Decrees

To the Chief of the Litigation III Section:

Our names are Ben Haggerty & Ryan Lewis and we are songwriters living in Seattle. We have been affiliates of BMI for 5 years and we truly value the service and support BMI has provided us throughout our careers.

We write today in response to the Justice Department's request for public comments on the issue of whether BMI and ASCAP's consent decrees mandate music licensing on a 100% basis, rather than the long-established industry practice of fractionally licensing jointly-owned songs. It's vital that our voices are heard, because if 100% licensing were required it would severely impact our creative freedom, our ability to choose which PRO licenses our music, and ultimately, our livelihoods as songwriters. Beyond our careers, these ramifications would profoundly affect songwriters across our nation.

Our professions are writing songs, making us America's smallest small business. BMI, our carefully chosen PRO, was with us from the start, looking out for our rights and providing a stable source of income. We are loyal to BMI because of the trusted relationships we have there, and, essentially, we like the way they value our music and fight for all writers to get fees that reflect the fair value of our creative work.

Like most music creators today, we can choose to collaborate with other writers. In fact, many of our songs, including hits such as "Downtown", "Same Love", and "White Walls" are the result of co-writes. What a 100% licensing model could mean for us is lower royalty payments if we collaborate with a songwriter represented by a PRO other than BMI. Our co-written works could be licensed – and we could be paid – by a PRO that represents our co-writers' share in our songs. The licensing fee the other PRO charges might be lower than the one BMI has negotiated or fought for in rate court, and despite our chosen affiliation, we would have to accept the lower fee. Our royalties could also be delayed since they would have to flow through two PROs.

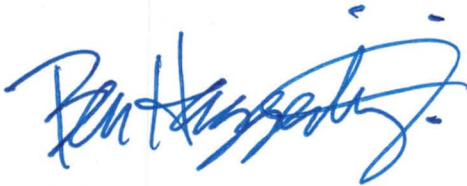
As a result, rather than choosing the best artistic fit in a writing partner, we would be restricted to writing solely with fellow BMI writers to keep our royalties flowing from BMI under the benefits of their specific valuation system. Otherwise, we would be forced to rely on a PRO we have no relationship with to accurately track our

performances and pay us, including our fair share of bonuses, on their timetable under their distribution system. How could we be sure we would be paid fairly or at all? Where is the assurance of accountability under 100% licensing? With this uncertainty, it might no longer be financially or creatively viable for us to collaborate with a writer outside of BMI. Under 100% licensing, the core of our creative freedom and the primary source of revenue we depend on would be threatened.

Traditionally, music users from radio to streaming services to local television have all paid the PROs according to their respective shares of the music. Similarly, BMI has only ever paid us for our shares of co-written songs. 100% licensing would upend the well-established ways the PROs have been conducting business for decades, and consequently, have a drastic effect on the profession of songwriting.

If protection under copyright law was developed as an incentive for creativity, with its resulting works to be shared to benefit all of society, then requiring PROs to license music on a 100% basis – which would impede the way we work creatively – goes against the very premise of copyright policy. We urge you to carefully consider your decision and consider the impact it will have not only on all songwriters across our nation, but also on the continual creation of the music that forms the soundtrack to our lives and positions America on the forefront of the global creative marketplace.

Sincerely,



Ben Haggerty and Ryan Lewis