

Before the
COPYRIGHT ROYALTY BOARD
LIBRARY OF CONGRESS
Washington, D.C.

In the Matter of:

DETERMINATION OF RATES AND
TERMS FOR MAKING AND
DISTRIBUTING PHONORECORDS
(PHONORECORDS III)

Docket No. 16-CRB-0003-PR
(2018-2022)

NOTICE OF PROPOSED REDACTIONS TO INITIAL DETERMINATION

The National Music Publishers' Association, Inc. ("NMPA") and Nashville Songwriters Association International ("NSAI") (collectively, the "Copyright Owners"), through their undersigned counsel, respectfully propose redactions to limited portions of the Initial Determination in the above-captioned proceeding.

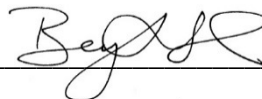
On July 28, 2016, the Copyright Royalty Judges adopted the Protective Order. Pursuant to the Protective Order, information is "confidential information" – and therefore protectable – if its disclosure "either competitively disadvantages the Producing Participant, provide[s] a competitive advantage to another Participant or entity, or interfere[s] with the ability of the Producing Participant to obtain like information in the future." *See* Protective Order at III.

On January 26, 2018, the Copyright Royalty Judges released the Initial Determination in the above-captioned matter. On January 30, 2018, the Judges issued an Order Soliciting Proposed Redactions, in which Participants were ordered to file statements of proposed redactions on or before close of business February 6, 2018." Bearing in mind the Judges' preferences for openness in these public proceedings, the Copyright Owners have identified a

hereby submit a limited number of proposed redactions to the Initial Determination, which is attached as Exhibit A to this Notice. In their Redaction Log, Copyright Owners set forth the location of each requested redaction as well as its restricted source in the record in these proceedings from which it originates.

Dated: February 6, 2018

Respectfully submitted,

By:  _____

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Counsel for Copyright Owners

Exhibit A is restricted in its entirety and is therefore omitted from this Public Version

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DECLARATION OF BENJAMIN SEMEL

I, **BENJAMIN SEMEL**, hereby declare as follows:

1. I am counsel for the National Music Publishers' Association ("NMPA") and Nashville Songwriters Association International ("NSAI") (collectively, the "Copyright Owners") in the above-captioned proceedings. I am authorized to submit this declaration on behalf of the Copyright Owners.

2. I respectfully submit this Declaration pursuant to the terms of the Copyright Royalty Judges' Protective Order dated July 28, 2016 (the "Protective Order"). This Declaration is being submitted simultaneously with the Copyright Owners' Notice of Proposed Redactions to Initial Determination ("Copyright Owners' Request") in the above-captioned proceeding.

3. I and/or attorneys working under my direction have consulted the Protective Order and reviewed Copyright Owners' Request. Based on that review, I have determined, to the best of my knowledge, information, and belief, that the Copyright Owners' Request seeks to redact information that qualifies as Confidential Information under the Protective Order, that should be restricted as "confidential information" under 17 U.S.C. § 803(c)(5), and that the Copyright

Royalty Judges have during the course of this proceeding found to be properly restricted under the Protective Order.

4. The protected material is identified in a Redaction Log, attached hereto as Attachment 1, as well as in Exhibits A and B to Copyright Owners' Request. The protected material includes, among other things, information that, if disclosed, would either competitively disadvantage Copyright Owners, provide a competitive advantage to another entity or participant in the above-captioned proceedings, and/or interfere with Copyright Owners' ability to obtain like information in the future.

Pursuant to 28 U.S.C. § 1746 and 37 C.F.R. § 350.6(e)(1), I hereby declare under penalty of perjury that, to the best of my knowledge, information and belief, the foregoing is true and correct.

Dated: February 6, 2018



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REDACTION LOG

Majority Opinion

No. of Proposed Redactions	Page	Paragraph	Restricted Record Exhibit and/or Transcript of Closed Session
1	9	4	885
4	9	5	885
6	33	4	695, 749
13	34	1	695, 757, 760
3	41	2	3027
5	41	3	3027
4	42	5	3027
5	43	1	3027
1	43	2	3027
1	45	1	3027
15	45	2	3027
2	45	3	3027
1	45	5	3027
2	45	FN 93	Tr. 4621-24
20	46	1	3027
6	46	2	3027, 592-672, 974
6	46	FN 94	3027
9	49	4	698, 1374, 3027
5	50	1	576, 643, 647, 698, 3027, 3309
2	50	FN 98	576, 643, 647, 698, 3027, 3309
1	50	4	3027
3	51	1	886, 888, 3027
1	51	2	3027
4	51	3	3027, Tr. 4765-4790
1	53	5	Tr. 4771-74
3	53	5	886, 888, 3027, Tr. 4771-74
1	63	3	3027, 3028
4	69	4	3027; 3028
3	69	5	3028
2	69	6	3027
2	69	FN 121	3028

Dissent

No. of Proposed Redactions	Page	Paragraph	Restricted Record Exhibit and/or Transcript of Closed Session
3	19	2	3027
1	19	3	692
1	20	3	885
4	20	5	885
4	35	3	3016, 3019, 3020
1	36	1	3021
1	45	2	2761; 2765; 2766
1	48	1	2787; 3386; 731; 749, 748; 3016
18	52	4	1070
8	53	1	1070
8	53	FN 94	1070
3	57	5	Tr. 3649-3652; 3856
1	59	3	Tr. 3636-3638
1	77	3	Tr. 3310-3313
4	95	3	3027
4	95	4	3027
2	96	1	3027
5	96	4	3027
1	96	5	3027
5	97	1	3027
1	98	1	3027
17	98	4	3027
15	99	2	3027
6	99	3	3027
2	99	FN 140	3027
6	99	FN 141	3027
1	101	3	3027
2	104	3	3027
1	104	5	3027
6	104	6	3027
4	105	2	3027
1	105	4	3027
1	105	5	3027
3	106	1	3027
2	109	4	3027
2	109	5	3027
6	110	6	3027
3	118	4	3027

No. of Proposed Redactions	Page	Paragraph	Restricted Record Exhibit and/or Transcript of Closed Session
10	118	5	3027
4	119	3	695 (and restricted exhibits cited in Exhibit 2a therein)
4	119	4	695; 760; 2531; 2541; 2548; 2784
1	119	5	1613; 1432; 1434; 1435
1	134	4	3027
6	144	4	3027
3	144	5	3027
2	144	6	3027
2	145	3	3027

Certificate of Service

I hereby certify that on Tuesday, February 06, 2018 I provided a true and correct copy of the Copyright Owners' Notice of Proposed Redactions to Initial Determination (PUBLIC) to the following:

Spotify USA Inc., represented by Richard M Assmus served via Electronic Service at rassmus@mayerbrown.com

Apple Inc., represented by Phil L. Hill served via Electronic Service at phil.hill@kirkland.com

Amazon Digital Services, LLC, represented by Stacey L Foltz Stark served via Electronic Service at sfstark@winston.com

Google Inc., represented by Ivana Dukanovic served via Electronic Service at idukanovic@kslaw.com

Pandora Media, Inc., represented by Bruce Rich served via Electronic Service at bruce.rich@weil.com

Johnson, George, represented by George D Johnson served via Electronic Service at george@georgejohnson.com

Signed: /s/ Benjamin K Semel