

The MLC's Form 990 For 2023

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Introduction to The MLC's Form 990 for 2023

Overview

The Mechanical Licensing Collective (The MLC), along with all other tax-exempt nonprofit organizations, is required to file a Form 990 with the IRS annually. These forms contain a variety of financial and other information related to the operations of the filing organizations.

We file our Form 990 for each year by the deadline of November 15th of the following year. Our Form 990 for 2023 contains data and information as of the end of the 2023 calendar year. In accordance with Federal regulations, we also publish a copy of each Form 990 we file on our website within 60 days of the filing date. You can find copies of each of the Form 990s we have filed, including our Form 990 for 2023, on our website [here](#).

We have prepared this introduction to our Form 990 for 2023 to highlight and further explain some of the key data points reported for 2023. Our hope is that this introduction will help readers better understand the data reported in our Form 990 — in particular, the data related to the following topics:

- **Royalties Pending Distribution** – Each Form 990 contains data regarding the pending royalties that we were holding as of the end of the covered year. Our Form 990 for 2023 breaks down the total amount of royalties we were holding pending distribution at the end of 2023 into several categories. This introduction explains each of these categories of pending royalties and provides additional information about the total amount of royalties we had distributed as of the end of 2023.
- **Held Funds** – Each Form 990 contains data regarding the funds we were holding in banks and investments as of the beginning and the end of the covered year. This introduction provides additional details regarding these held funds.

For readers interested in more up-to-date information about the amount of royalties we have distributed and are still holding pending distribution, there are several other documents we publish that we recommend you reference.

First, we provide a detailed breakdown of all our royalty distributions in our Annual Reports, which we publish each year in June. Our most recent Annual Report for 2023 (published in June 2024) contains data for royalties distributed and royalties pending distribution through our March 2024 distribution, providing more recent royalty data than our Form 990 for 2023. Copies of our 2023 Annual Report, as well as our previous Annual Reports, can be found on our website [here](#).

Second, our monthly Member Newsletters summarize each royalty distribution in detail, including the total amounts of royalties we processed, distributed, and are still holding pending distribution. These newsletters are published shortly after each distribution, making them the most current source of information. Copies of every Member Newsletter we have published to date, including the most recent from December 2024, can be found on our website [here](#).

Cumulative Metrics for All Blanket Royalty Distributions Completed as of December 2023

It is helpful when reviewing information about the blanket royalties we are holding pending distribution to consider the total value of the royalty pools we have processed for the same period. Since the Form 990 requires us to report the total amount of royalties we are holding as of the end of the covered year from every distribution we have completed since we began operating in January 2021, it is also helpful to consider the total value of the royalty pools we have processed since then. From January 2021 through December 2023, the total value of the royalty pools we processed was more than \$2.3 billion.

The following chart shows the cumulative total value of the royalty pools we had processed to date as of December 2023, along with a breakdown of this total into additional life to date (LTD) categories.

BREAKDOWN OF BLANKET ROYALTY DISTRIBUTIONS (<i>\$ in millions</i>)	LTD as of Dec. 2023
Total Royalty Pools Processed by The MLC	\$2,309.0
<i>Less royalties for voluntary licenses</i>	<i>\$183.6</i>
Total Royalties Collected by The MLC	\$2,125.4
Royalties Directly Distributed by The MLC	\$1,572.5
Royalties to be Distributed	\$113.7
Royalties Pending Distribution	\$439.2
Total Royalties Distributed	\$1,756.1
Royalties Directly Distributed by The MLC	\$1,572.5
Royalties Distributed by DSPs via Voluntary Licenses (<i>est.</i>)	\$183.6

Cumulative Match Rates for Blanket Usage Reported as of December 2023

It is also helpful when reviewing the blanket royalties pending distribution to consider the percentage of total blanket royalties we have matched to registered works in our database. We track and regularly report two different match rates: the initial percentage of the total royalty pools reported to us for each month of usage that we have matched after we have completed our initial distribution of royalties related to that month (i.e., our “initial match rate”), and the current percentage of those royalty pools that we have matched after taking into account our subsequent efforts to reprocess the remaining unmatched usage from that month (i.e., our “current match rate”). In each instance, we calculate these match rates based on the dollar value of the royalty pools we have processed and matched.

- Our cumulative initial match rate for the blanket royalties we processed between January 2021 (when we began full operations) and the completion of our December 2023 monthly royalty distribution was 84.5% (i.e., we initially matched an average of 84.5% of the dollar value of the royalty pools we processed in each month during this period to a registered musical work in our database).
- After taking into account our efforts to reprocess the remaining unmatched usage from this period through the completion of our December 2023 royalty distribution (our last distribution during the covered period), our cumulative match rate for the blanket royalties we processed during this period rose to 90% (i.e., we had matched 90% of the dollar value of the royalty pools we processed in each month during this period to a registered musical work in our database).

- After taking into account our efforts to reprocess the remaining unmatched usage from this period through the completion of our December 2024 royalty distribution (i.e., our most recently completed royalty distribution as of the publication of this introduction), our cumulative current match rate for the blanket royalties we processed through December 2023 has risen to 92.2%.

Breakdown of Royalties Pending Distribution

The IRS requires us to report in our Form 990 the total amount of all the royalties we were holding as of the end of the covered period that were still pending distribution for any reason. Our Form 990 for 2023 contains three different categories of these “Royalties Pending Distribution,” each of which is comprised of additional subcategories of royalties (detailed in the chart later in this section). These three categories are:

- 1. Historical Unmatched Royalties Pending Distribution** – This category refers to the historical unmatched royalties transferred to us by digital service providers (DSPs) that we had not yet distributed as of the end of the covered period. DSPs initially transferred approximately \$427 million in historical unmatched royalties to us in February 2021. The total amount of historical unmatched royalties we had not yet distributed as of the end of 2023 was approximately \$401 million. Most of these royalties (approximately \$373 million) related to uses that took place in 2018, 2019, and 2020, years which fell during the Phonorecords III (or “Phono 3”) rate period. Distribution of these Phono 3 historical royalties could not begin until the Copyright Royalty Board (the governmental organization responsible for setting the applicable royalty rates) finalized the rates for this period, which they did in August 2023. DSPs had until February 2024 — after the period covered by our Form 990 for 2023 had ended — to deliver their adjusted usage data to us taking into account the final rates. (Additionally, based on the adjusted usage data that DSPs have since delivered to us, the total value of the historical unmatched royalties transferred to us has dropped from approximately \$427 million to \$398 million.)
- 2. Blanket Royalties Pending After Distribution** – This category refers to the blanket royalties we were still holding after we had completed our initial effort to process and distribute these royalties and our subsequent efforts (up until the end of the covered period) to reprocess the remaining royalties that we were not able to distribute during that initial distribution. As a reminder, between our first distribution in 2021 and our last distribution in 2023 (the period covered by our Form 990 for 2023), we processed approximately \$2.3 billion in total royalty pools reported to us by DSPs. On our Form 990 for 2023, we reported three types of blanket royalties we were still holding at the end of 2023: unmatched blanket royalties totaling \$234.7 million (which represented 10.2% of the total royalty pools we had processed for the same period), unclaimed blanket royalties totaling \$178.3 million (which represented 7.7% of the total royalty pools we had processed for the same period), and royalties on hold for legal or other reasons totaling \$26.2 million (which represented approximately 1% of the total royalty pools we had processed for the same period).
- 3. Blanket Royalties to be Distributed** – This category refers to the blanket royalties we were holding at the end of 2023 in connection with the monthly royalty distribution process that had begun before the end of 2023 and was still “in progress” at the end of 2023 (i.e., royalties that were initially processed in our January 2024 distribution). The total amount of these “in progress” royalties we were holding as of the end of 2023 was \$113.7 million. Most of those royalties have since been distributed.

The following chart provides a breakdown of these three categories of total royalties pending distribution as of December 2023, followed by a more detailed explanation of each category. For your reference, we have also included the current values for each category as of the completion of our December 2024 distribution.

ROYALTIES PENDING DISTRIBUTION (\$ in millions)	LTD as of Dec. 2023	LTD as of Dec. 2024
Historical Unmatched Royalties Pending Distribution	\$401.3	\$207.7
Phono 1	\$0.1	\$0.1
Phono 2	\$27.6	\$25.8
Phono 3	\$373.6	\$181.9
Blanket Royalties Pending After Distribution	\$439.2	\$357.6
Blanket Unmatched Royalties	\$234.7	\$185.3
Blanket Unclaimed Royalties	\$178.3	\$157.8
Blanket Held Royalties	\$26.2	\$14.5
Blanket Royalties to be Distributed	\$113.7	\$44.4
Blanket Matched Royalties Distributable Next Distribution	\$93.4	\$24.1
Blanket Royalty Adjustments to be Processed	\$20.3	\$20.3

Historical Unmatched Royalties Pending Distribution

As of December 2023, we had distributed approximately \$25.6 million in historical unmatched royalties from the pre-Phono 1, Phono 1, and Phono 2 rate periods. Since then, the amount of historical royalties we have distributed from these periods has increased to more than \$27 million — which represents more than half (approximately 51%) of the historical unmatched royalties that DSPs transferred to us for these earlier periods.

NOTE: \$373.6 million of the \$426.7 million in historical unmatched royalties we were holding at the end of 2023 pertained to uses that took place during 2018, 2019, and 2020 — the first three years of the Phono 3 rate period. As of the end of 2023, we had not been able to begin distributing these royalties because the Copyright Royalty Board had recently finalized the royalty rates, and the deadline for DSPs to deliver adjusted usage data and royalties under the final royalty rates had not yet passed (the deadline was February 9, 2024).

A number of DSPs have since delivered adjusted usage data to us using the final royalty rates. Based on that adjusted data, the total value of historical unmatched royalties transferred to us for the Phono 3 period has dropped from \$373.6 million to \$343.9 million, while the value of all of the historical unmatched royalties transferred to us (for all rate periods) has dropped from \$426.7 million to \$397.2 million.

We began processing and distributing these previously unmatched historical uses from the Phono 3 period in our April 2024 distribution, two months after we began receiving the necessary adjusted data. As of December 2024, we had distributed nearly \$162 million in matched historical royalties from the Phono 3 rate period, or nearly half of the previously unmatched historical royalties from that period. This increased the total amount of matched historical royalties we had distributed across all rate periods to \$189.5 million. We anticipate distributing even more of the remaining previously unmatched historical royalties we are still holding in the first two quarters of 2025.

The following chart provides a breakdown by rate period of the matched historical royalties we have been able to distribute through our December 2024 distribution, valued after taking into account the Phono 3 adjustments we have received to date from DSPs:

Rate Period	Adjusted Total Transferred	Total Distributed	Percent Distributed
Phono 1	\$0.5M	\$0.4M	89.2%
Phono 2	\$52.8M	\$27.1M	51.2%
Phono 3	\$343.9M	\$162.0M	47.1%
TOTAL	\$397.2M	\$189.5M	47.7%

Blanket Royalties Pending After Distribution

As of the end of 2023, we were holding \$439.2 million in blanket royalties that were still pending distribution after we had completed our initial attempt to distribute these royalties and subsequently reprocessed the remaining unpaid royalties. These remaining royalties can be broken down further into the following three categories: blanket unmatched royalties, blanket unclaimed royalties, and blanket held royalties.

Blanket Unmatched Royalties

These are unpaid blanket royalties for sound recording uses reported to us by DSPs after January 1, 2021 that we had not yet been able to match to registered musical work in our database as of the end of the covered period. In our Form 990 for 2023, we reported that we were holding approximately \$234.7 million in blanket unmatched royalties at the end of that year, which represented 10.2% of the total royalty pools we had processed for the same period.

Blanket Unclaimed Royalties

These are blanket royalties for uses we were able to match to a registered musical work in our database, so these are not unmatched royalties. However, not every song to which we matched uses had been 100% claimed. Blanket unclaimed royalties are the royalties for matched uses that are associated with those unclaimed shares. As of the end of 2023, we were holding approximately \$178.3 million in blanket unclaimed royalties, which represented 7.7% of the total royalty pools we had processed for the same period.

Blanket Held Royalties

These are blanket royalties we were able to match to a registered musical work in our database that we subsequently placed on hold for various legal or other reasons, such as ownership disputes, legal holds, overclaim holds, statutory termination holds, and payee reviews. As of the end of 2023, we were holding approximately \$26.2 million in blanket held royalties, which represented approximately 1% of the total royalty pools we had processed for the same period. We will remove these holds and distribute these royalties to the proper rightsholders once the underlying legal or other issues impacting them have been resolved.

Blanket Royalties to be Distributed

We reported \$113.7 million in total royalties pending distribution in our Form 990 for 2023. Of this amount, \$93.4 million represented matched blanket royalties that we were in the middle of processing for our January 2024 royalty distribution. Because we process and distribute royalties to rightsholders approximately 75 days from the end of a usage month, consistent with the process set forth in the Code of Federal Regulations, these royalties for October 2023 usage were in the middle of being processed at the end of 2023 (the cut-off for the data included in our Form 990 for 2023).

Of these royalties to be distributed, \$20.3 million were blanket royalties related to adjustments DSPs reported to us earlier that we had not yet processed. These royalties include: (1) royalties related to adjustments reported to us by DSPs in conjunction with their annual reports of usage for 2021 and 2022, and (2) royalties we initially categorized as unmatched that, upon subsequent review, we determined to be uses of public domain works or uses of non-musical works. These uses of public domain and non-musical works are not eligible for royalties payable under the blanket license we administer, so we will reallocate them to the royalty-bearing musical works to which usage for the relevant monthly periods had previously been allocated, effectively increasing the per-stream rate for those payable works on a pro-rata basis.

Supplemental Information Regarding Funds Held in Banks and Investments

In our Form 990 for 2023, we provided information regarding funds we were holding in banks and investments as of the beginning of 2023 and the end of 2023. These included assessment funds that we subsequently use to fund our operations; royalty funds we were not yet able to distribute and on which we are required to earn interest in accordance with the Music Modernization Act (MMA) of 2018; and royalty funds we were holding pending distribution.

We hold all of the royalty funds we receive from DSPs in banks and investments that comply with our investment and cash management policies. These policies were developed in consultation with fee-based advisors we retained to advise us on how to fulfill our obligation to earn interest on the royalty funds we hold as required by the MMA. (These advisors have no financial interest in our investment strategies or decisions, they do not receive any commissions on our investments, and the fees we pay them are not based on a percentage of the profits we earn from any of our investments.) You can find copies of these policies on our website [here](#).

In each Form 990 we file, the IRS requires us to break down the funds we are holding at the end of each covered period into the following categories:

- Savings and temporary cash investments
- Investments - publicly traded securities
- Cash - non-interest bearing

At the beginning of 2023, we were holding \$138.8 million in "Savings and temporary cash investments." By the end of 2023, we had moved \$131.1 million of these funds to "Investments - publicly traded securities," leaving the remaining \$7.7 million in "Savings and temporary cash investments." At the beginning of 2023, we were holding \$804.6 million in "Investments - publicly traded securities." By the end of 2023, the amount of funds we were holding in this category increased to \$1.2 billion. This year-end amount included the \$131.1 million we had moved from "Savings and temporary cash investments" into this category during the year.

In our Form 990 for 2022, we reported that we were holding \$6.99 million in “Cash - non-interest bearing” and \$131.8 million in “Savings and temporary cash investments” at the end of the year. However, the \$6.99 million we reported as “Cash - non-interest bearing” should have been reported as “Savings and temporary cash investments” because the bank account these funds were held in was, in fact, interest bearing. We corrected this in our Form 990 for 2023 by adding that \$6.99 million to the amount of funds we reported holding in the “Savings and temporary cash investments” category at the end of 2022 (i.e., \$131.8 million). As a result, in our Form 990 for 2023, we reported holding \$138.8 million in the “Savings and temporary cash investments” category at the beginning of the year (i.e., \$131.8 million plus \$6.99 million) and \$0 in the “Cash - non-interest bearing” category.

In Closing

We hope this introduction, along with the additional information on our website, is helpful in understanding the information contained in our Form 990 for 2023. The MLC's current and past Form 990s can be viewed [here](#). For the most up-to-date information regarding The MLC's royalty distributions, access our monthly Member Newsletters [here](#). You can also view our comprehensive Annual Reports [here](#). Finally, our investment and cash management policies can be viewed [here](#).

Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

- ▶ Do not enter Social Security numbers on this form as it may be made public.
- ▶ Information about Form 990 and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2023

Open to Public Inspection

A For the 2023 calendar year, or tax year beginning and ending

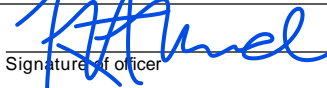
B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization MECHANICAL LICENSING COLLECTIVE			D Employer identification number 84-2642688	
	Doing Business As			E Telephone number (629) 240-8300	
	Number and street (or P.O. box if mail is not delivered to street address)		Room/suite		
	333 11TH AVENUE SOUTH		200		
City or town, state or province, country, and ZIP or foreign postal code NASHVILLE, TN 37203			G Gross receipts \$ 84,657,502.		
F Name and address of principal officer: KRISTOPHER AHREND 333 11TH AVENUE SOUTH, STE 200, NASHVILLE, TN 37203			H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
			H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No		
			If "No," attach a list. (see instructions)		
I Tax-exempt status: <input type="checkbox"/> 501(c)(3) <input checked="" type="checkbox"/> 501(c)(6) (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527			H(c) Group exemption number ▶		
J Website: WWW.THEMLC.COM					
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶			L Year of formation: 2019		M State of legal domicile: DE

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: ADMINISTER MECHANICAL LICENSES AND PROCESS ROYALTIES FOR SONGWRITERS AND MUSIC PUBLISHERS, MAINTAIN MUSICAL WORKS COPYRIGHT OWNERSHIP DATABASE AND EDUCATE THE PUBLIC.		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	14
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	14
	5 Total number of individuals employed in calendar year 2023 (Part V, line 2a)	5	114
	6 Total number of volunteers (estimate if necessary)	6	NONE
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	NONE
b Net unrelated business taxable income from Form 990-T, line 34	7b	NONE	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	NONE	NONE
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	29,355,000.	32,900,000.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	15,281,158.	51,757,502.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	NONE	NONE
13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	44,636,158.	84,657,502.	
Expenses	14 Benefits paid to or for members (Part IX, column (A), line 4)	NONE	NONE
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	NONE	NONE
	16a Professional fundraising fees (Part IX, column (A), line 11e)	10,860,382.	13,782,186.
	b Total fundraising expenses (Part IX, column (D), line 25) ▶	NONE	NONE
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	32,649,288.	56,803,934.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	43,509,670.	70,586,120.
Net Assets or Fund Balances	19 Revenue less expenses. Subtract line 18 from line 12	1,126,488.	14,071,382.
	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
	21 Total liabilities (Part X, line 26)	954,040,606.	1,229,445,353.
	22 Net assets or fund balances. Subtract line 21 from line 20	944,089,086.	1,196,743,342.
		9,951,520.	32,702,011.

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here			11/04/2024		
	Signature of officer		Date		
	KRISTOPHER AHREND		CEO		
	Type or print name and title				
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	RICHARD RUVELSON	RICHARD RUVELSON	11/13/2024		P00234075
	Firm's name ▶ WITHUMSMITH+BROWN, PC	Firm's EIN ▶	22-2027092		
Firm's address ▶	4600 EAST WEST HWY 900 BETHESDA, MD 20814-3423		Phone no.	301-272-6000	

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

For Paperwork Reduction Act Notice, see the separate instructions.

Form **990** (2023)

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III

1 Briefly describe the organization's mission:

ADMINISTER MECHANICAL LICENSES AND PROCESS ROYALTIES FOR SONGWRITERS
AND MUSIC PUBLISHERS, MAINTAIN MUSICAL WORKS COPYRIGHT OWNERSHIP
DATABASE AND EDUCATE THE PUBLIC.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No
If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? Yes No
If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code: _____) (Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

ADMINISTRATION OF BLANKET MECHANICAL LICENSES TO DIGITAL MUSIC
PROVIDERS (DMP'S); COLLECTION, MATCHING, AND DISTRIBUTION OF
ROYALTIES RECEIVED FROM DMP'S; CONTINUED PLANNING AND
IMPLEMENTATION FOR LICENSE AND ROYALTY ADMINISTRATION OPERATIONS;
WORK ON REGULATORY MEASURES TO SUPPORT LICENSE AND ROYALTY
ADMINISTRATION OPERATIONS; INDUSTRY SUPPORT AND COORDINATION.

4b (Code: _____) (Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

4c (Code: _____) (Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

4d Other program services (Describe on Schedule O.)
(Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

4e Total program service expenses

Part IV Checklist of Required Schedules

Table with 3 columns: Question ID, Question Text, Yes, No. Rows include questions 1 through 21 regarding organizational requirements and reporting.

Part IV Checklist of Required Schedules (continued)

Table with 3 columns: Question, Yes, No. Rows 22-38 covering various organizational requirements and schedules.

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V [X]

Table with 3 columns: Question, Yes, No. Rows 1a-1c regarding Form 1096, W-2G forms, and backup withholding rules.

Part V Statements Regarding Other IRS Filings and Tax Compliance (continued)		Yes	No
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return 2a 114		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	X	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
b	If "Yes," has it filed a Form 990-T for this year? <i>If "No" to line 3b, provide an explanation on Schedule O</i>		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)? . .		X
b	If "Yes," enter the name of the foreign country _____ See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		
d	If "Yes," indicate the number of Forms 8282 filed during the year 7d		
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8	Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?		
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the sponsoring organization make any taxable distributions under section 4966?		
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on Part VIII, line 12 10a		
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities 10b		
11	Section 501(c)(12) organizations. Enter:		
a	Gross income from members or shareholders 11a		
b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.) 11b		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year 12b		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
a	Is the organization licensed to issue qualified health plans in more than one state? Note: See the instructions for additional information the organization must report on Schedule O.		
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans 13b		
c	Enter the amount of reserves on hand 13c		
14a	Did the organization receive any payments for indoor tanning services during the tax year?		X
b	If "Yes," has it filed a Form 720 to report these payments? <i>If "No," provide an explanation on Schedule O</i>		
15	Is the organization subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? If "Yes," see the instructions and file Form 4720, Schedule N.		X
16	Is the organization an educational institution subject to the section 4968 excise tax on net investment income? If "Yes," complete Form 4720, Schedule O.		X
17	Section 501(c)(21) organizations. Did the trust, or any disqualified or other person engage in any activities that would result in the imposition of an excise tax under section 4951, 4952, or 4953? If "Yes," complete Form 6069.		

Part VI Governance, Management, and Disclosure. For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes on Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI [X]

Section A. Governing Body and Management

Table with 3 columns: Question, Yes, No. Rows include: 1a (14), 1b (14), 2 (X), 3 (X), 4 (X), 5 (X), 6 (X), 7a (X), 7b (X), 8a (X), 8b (X), 9 (X).

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

Table with 3 columns: Question, Yes, No. Rows include: 10a (X), 10b, 11a (X), 11b, 12a (X), 12b (X), 12c (X), 13 (X), 14 (X), 15a (X), 15b (X), 16a (X), 16b.

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed NONE
18 Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A, if applicable), 990, and 990-T (section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
[X] Own website [] Another's website [X] Upon request [] Other (explain on Schedule O)
19 Describe on Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
20 State the name, address, and telephone number of the person who possesses the organization's books and records.
RICHARD MARSHALL 333 11TH AVENUE SOUTH, SUITE 200 NASHVILLE, TN 37203

629-240-8300

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII X

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See the instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (box 5 of Form W-2, box 6 of Form 1099-MISC, and/or box 1 of Form 1099-NEC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

See the instructions for the order in which to list the persons above.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC/1099-NEC)	(E) Reportable compensation from related organizations (W-2/1099-MISC/1099-NEC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) KRISTOPHER AHREND CEO	40.00 NONE			X				785,055.	NONE	37,369.
(2) RICHARD THOMPSON CHIEF TECHNOLOGY OFFICER	40.00 NONE			X				525,189.	NONE	88,561.
(3) ILENE WEINTRAUB CFO	40.00 NONE			X				518,288.	NONE	43,058.
(4) ELLEN TRULEY CHIEF MKTG & EXT AFF OFFICER	40.00 NONE				X			392,686.	NONE	28,728.
(5) KRISTEN JOHNS CHIEF LEGAL OFFICER	40.00 NONE			X				373,954.	NONE	35,197.
(6) MAURICE RUSSELL HEAD OF RIGHTS MANAGEMENT	40.00 NONE				X			285,276.	NONE	28,328.
(7) RAPHAEL AMSELLI SENIOR DIRECTOR TECHNOLOGY	40.00 NONE					X		250,250.	NONE	45,645.
(8) ANDREW MITCHELL HEAD OF ANALYTICS & AUTOMATION	40.00 NONE				X			252,057.	NONE	33,196.
(9) LEIGH MCCORKLE CHIEF PEOPLE OFFICER	40.00 NONE				X			251,426.	NONE	14,486.
(10) MAKESSA BENJAMIN HEAD OF MEMBER FINANCE	40.00 NONE					X		240,507.	NONE	20,151.
(11) LINDSEY MAJOR HEAD OF CUSTOMER EXPERIENCE	40.00 NONE				X			247,946.	NONE	9,543.
(12) NATHAN OSHER ASST GEN COUN - PUB. RELATIONS	40.00 NONE					X		223,941.	NONE	32,627.
(13) DAETWAUN BOGAN HEAD OF 3RD PARTY PARTNERSHIPS	40.00 NONE					X		218,219.	NONE	15,463.
(14) JOYA CARMICHAEL HEAD OF OPERATIONS	40.00 NONE				X			208,846.	NONE	8,354.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(15) RICHARD MARSHALL ASST GEN COUNSEL-DSP RELATIONS	40.00 NONE					X		208,564.	NONE	8,027.
(16) ALISA COLEMAN DIRECTOR/CHAIR OF THE BOARD	10.00 NONE	X		X				NONE	NONE	NONE
(17) KEVIN KADISH DIRECTOR/VICE CHAIR	2.00 NONE	X		X				NONE	NONE	NONE
(18) OAK FELDER DIRECTOR/SECRETARY	2.00 NONE	X		X				NONE	NONE	NONE
(19) RELL LAFARGUE DIRECTOR/TREASURER	2.00 NONE	X		X				NONE	NONE	NONE
(20) MICHAEL ABITBOL DIRECTOR	2.00 NONE	X						NONE	NONE	NONE
(21) JEFF BRABEC DIRECTOR	2.00 NONE	X						NONE	NONE	NONE
(22) BOB BRUDERMAN DIRECTOR	2.00 NONE	X						NONE	NONE	NONE
(23) TIM COHAN DIRECTOR	2.00 NONE	X						NONE	NONE	NONE
(24) SCOTT CUTLER DIRECTOR	2.00 NONE	X						NONE	NONE	NONE
(25) KARA DIOGUARDI DIRECTOR	2.00 NONE	X						NONE	NONE	NONE
1b Sub-total								4,982,204.	NONE	448,733.
c Total from continuation sheets to Part VII, Section A								NONE	NONE	NONE
d Total (add lines 1b and 1c)								4,982,204.	NONE	448,733.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization ▶ 38

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual		
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization ▶

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

Table with 6 main columns: (A) Name and title, (B) Average hours per week, (C) Position, (D) Reportable compensation from the organization, (E) Reportable compensation from related organizations, (F) Estimated amount of other compensation. Includes entries for DAVID KOKAKIS, CLAIRE MCAULEY, MIKE MOLINAR, CRAIG WISEMAN, and TROY VERGES.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization

Table with 3 columns: Question, Yes, No. Contains questions 3, 4, and 5 regarding compensation reporting.

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

Table with 3 columns: (A) Name and business address, (B) Description of services, (C) Compensation. Includes entry for SEE SCHEDULE O.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514	
Contributions, Gifts, Grants, and Other Similar Amounts	1a Federated campaigns	1a						
	b Membership dues	1b						
	c Fundraising events	1c						
	d Related organizations	1d						
	e Government grants (contributions) . .	1e						
	f All other contributions, gifts, grants, and similar amounts not included above .	1f						
	g Noncash contributions included in lines 1a-1f	1g	\$					
	h Total. Add lines 1a-1f			NONE				
Program Service Revenue	2a ASSESSMENTS	Business Code						
		900099		32,900,000.	32,900,000.			
	b							
	c							
	d							
	e							
	f All other program service revenue							
g Total. Add lines 2a-2f			32,900,000.					
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)			51,757,502.			51,757,502.	
	4 Income from investment of tax-exempt bond proceeds . . .			NONE				
	5 Royalties			NONE				
	6a Gross rents	6a	(i) Real	(ii) Personal				
	b Less: rental expenses	6b						
	c Rental income or (loss)	6c	NONE	NONE				
	d Net rental income or (loss)			NONE				
	7a Gross amount from sales of assets other than inventory	7a	(i) Securities	(ii) Other				
	b Less: cost or other basis and sales expenses . .	7b						
	c Gain or (loss)	7c						
	d Net gain or (loss)			NONE				
8a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	8a		NONE					
			NONE					
			NONE					
b Less: direct expenses	8b		NONE					
c Net income or (loss) from fundraising events			NONE					
9a Gross income from gaming activities. See Part IV, line 19	9a		NONE					
			NONE					
			NONE					
b Less: direct expenses	9b		NONE					
c Net income or (loss) from gaming activities			NONE					
10a Gross sales of inventory, less returns and allowances	10a		NONE					
			NONE					
			NONE					
b Less: cost of goods sold	10b		NONE					
c Net income or (loss) from sales of inventory			NONE					
Miscellaneous Revenue	11a _____	Business Code						
	b _____							
	c _____							
	d All other revenue							
	e Total. Add lines 11a-11d			NONE				
12 Total revenue. See instructions			84,657,502.	32,900,000.	NONE	51,757,502.		

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21	NONE			
2 Grants and other assistance to domestic individuals. See Part IV, line 22	NONE			
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16	NONE			
4 Benefits paid to or for members	NONE			
5 Compensation of current officers, directors, trustees, and key employees	4,230,975.			
6 Compensation not included above to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	NONE			
7 Other salaries and wages	7,933,912.			
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	212,113.			
9 Other employee benefits	548,144.			
10 Payroll taxes	857,042.			
11 Fees for services (nonemployees):				
a Management	NONE			
b Legal	1,709,733.			
c Accounting	355,929.			
d Lobbying	NONE			
e Professional fundraising services. See Part IV, line 17	NONE			
f Investment management fees	60,000.			
g Other. (If line 11g amount exceeds 10% of line 25, column (A), amount, list line 11g expenses on Schedule O.)	2,006,272.			
12 Advertising and promotion	1,180,955.			
13 Office expenses	434,871.			
14 Information technology.	11,719,148.			
15 Royalties.	NONE			
16 Occupancy	666,966.			
17 Travel	448,341.			
18 Payments of travel or entertainment expenses for any federal, state, or local public officials	NONE			
19 Conferences, conventions, and meetings	478,363.			
20 Interest	NONE			
21 Payments to affiliates.	NONE			
22 Depreciation, depletion, and amortization	1,463,859.			
23 Insurance	580,007.			
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses on line 24e. If line 24e amount exceeds 10% of line 25, column (A), amount, list line 24e expenses on Schedule O.)				
a ROYALTY INTEREST EXPENSE	35,699,490.			
b _____				
c _____				
d _____				
e All other expenses _____				
25 Total functional expenses. Add lines 1 through 24e	70,586,120.			
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

Table with columns for Assets, Liabilities, and Net Assets or Fund Balances. Rows include Cash, Savings, Pledges, Accounts receivable, Loans, Investments, Intangible assets, Total assets, Accounts payable, Grants payable, Deferred revenue, Tax-exempt bond liabilities, Escrow, Loans and other payables, Secured mortgages, Unsecured notes, Other liabilities, Total liabilities, Net assets without donor restrictions, Net assets with donor restrictions, Capital stock, Paid-in or capital surplus, Retained earnings, Total net assets or fund balances, and Total liabilities and net assets/fund balances.

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	84,657,502.
2	Total expenses (must equal Part IX, column (A), line 25)	2	70,586,120.
3	Revenue less expenses. Subtract line 2 from line 1	3	14,071,382.
4	Net assets or fund balances at beginning of year (must equal Part X, line 32, column (A))	4	9,951,520.
5	Net unrealized gains (losses) on investments	5	8,679,109.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain on Schedule O)	9	
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 32, column (B))	10	32,702,011.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII.

- 1 Accounting method used to prepare the Form 990: Cash Accrual Other _____
If the organization changed its method of accounting from a prior year or checked "Other," explain on Schedule O.
- 2a Were the organization's financial statements compiled or reviewed by an independent accountant?
If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:
 Separate basis Consolidated basis Both consolidated and separate basis
- b Were the organization's financial statements audited by an independent accountant?
If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both:
 Separate basis Consolidated basis Both consolidated and separate basis
- c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?
If the organization changed either its oversight process or selection process during the tax year, explain on Schedule O.
- 3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Uniform Guidance, 2 C.F.R. Part 200, Subpart F?
- b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why on Schedule O and describe any steps taken to undergo such audits . . .

	Yes	No
2a		X
2b	X	
2c		X
3a		X
3b		

Form 990 (2023)

SCHEDULE D (Form 990)

Supplemental Financial Statements

OMB No. 1545-0047

2023

Open to Public Inspection

Department of the Treasury Internal Revenue Service

Complete if the organization answered "Yes" on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.

Attach to Form 990.

Go to www.irs.gov/Form990 for instructions and the latest information.

Name of the organization

Employer identification number

MECHANICAL LICENSING COLLECTIVE

84-2642688

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts

Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

Table with 2 columns: (a) Donor advised funds, (b) Funds and other accounts. Rows include: 1 Total number at end of year, 2 Aggregate value of contributions to (during year), 3 Aggregate value of grants from (during year), 4 Aggregate value at end of year, 5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?, 6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?

Part II Conservation Easements

Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

Table with 2 columns: Held at the End of the Tax Year. Rows include: 1 Purpose(s) of conservation easements held by the organization (check all that apply), 2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year, 3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year, 4 Number of states where property subject to conservation easement is located, 5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?, 6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year, 7 Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year, 8 Does each conservation easement reported on line 2d above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?, 9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets

Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

Table with 2 columns: Revenue included on Form 990, Part VIII, line 1, Assets included in Form 990, Part X. Rows include: 1a If the organization elected, as permitted under FASB ASC 958, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide in Part XIII the text of the footnote to its financial statements that describes these items., 1b If the organization elected, as permitted under FASB ASC 958, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items: (i) Revenue included on Form 990, Part VIII, line 1., (ii) Assets included in Form 990, Part X., 2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under FASB ASC 958 relating to these items: a Revenue included on Form 990, Part VIII, line 1., b Assets included in Form 990, Part X.

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule D (Form 990) 2023

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

- 3 Using the organization's acquisition, accession, and other records, check any of the following that make significant use of its collection items (check all that apply).
- a Public exhibition
 - b Scholarly research
 - c Preservation for future generations
 - d Loan or exchange program
 - e Other _____
- 4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.
- 5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements

Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No
- b If "Yes," explain the arrangement in Part XIII and complete the following table.
- | | Amount |
|---|-----------|
| c Beginning balance | 1c |
| d Additions during the year | 1d |
| e Distributions during the year | 1e |
| f Ending balance | 1f |
- 2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? Yes No
- b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII.

Part V Endowment Funds

Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

- 2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:
- a Board designated or quasi-endowment _____ %
 - b Permanent endowment _____ %
 - c Term endowment _____ %
- The percentages on lines 2a, 2b, and 2c should equal 100%.

- 3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:
- | | Yes | No |
|--|---------------|----|
| (i) Unrelated organizations? | 3a(i) | |
| (ii) Related organizations? | 3a(ii) | |
| b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R? | 3b | |

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements	NONE	1,367,831.	302,522.	1,065,309.
d Equipment	NONE	31,501.	14,700.	16,801.
e Other	NONE	98,371.	32,790.	65,581.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, line 10c, column (B))				1,147,691.

Part VII Investments - Other Securities

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

Table with 3 columns: (a) Description of security or category, (b) Book value, (c) Method of valuation. Rows include (1) Financial derivatives, (2) Closely held equity interests, (3) Other (A-H), and Total.

Part VIII Investments - Program Related

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

Table with 3 columns: (a) Description of investment, (b) Book value, (c) Method of valuation. Rows (1) through (9) and Total.

Part IX Other Assets

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

Table with 2 columns: (a) Description, (b) Book value. Rows (1) through (9) and Total.

Part X Other Liabilities

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

Table with 2 columns: (a) Description of liability, (b) Book value. Row 1 includes Federal income taxes and SEE SUPPLEMENTAL PAGE with value 1,190,123,917. Row 2 is Liability for uncertain tax positions with a checked box.

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

Table with 5 main rows and sub-rows (a-e) for adjustments. Total revenue reported as 93,336,611, adjusted to 84,657,502.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

Table with 5 main rows and sub-rows (a-e) for adjustments. Total expenses reported as 70,586,120, adjusted to 70,586,120.

Part XIII Supplemental Information

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

SEE SUPPLEMENTAL PAGE

Part XIII Supplemental Information (continued)

SCHEDULE D, PART X - OTHER LIABILITIES

DESCRIPTION	BOOK VALUE
-----	-----
HISTORICAL UNMATCHED ROYALTIES	401,296,229
BLANKET ROYALTIES PENDING AFTER DISTRIBUTION:	

BLANKET UNMATCHED ROYALTIES	234,676,636
BLANKET UNCLAIMED ROYALTIES	178,343,497
BLANKET HELD ROYALTIES	26,200,101

SUBTOTAL	439,220,234
ACCRUED INTEREST - HISTORICAL AND BLANKET ROYALITES	47,185,738
BLANKET ROYALTIES TO BE DISTRIBUTED:	

BLANKET MATCHED ROYALTIES DISTRIBUTABLE NEXT DISTRIBUTION	93,407,800
BLANKET ROYALTY ADJUSTMENTS TO BE PROCESSED	20,257,825

SUBTOTAL	113,665,625
PREPAID ROYALTY & ASSESSMENT PAYMENTS RECEIVED	182,760,343
LEASE LIABILITY	5,995,748

Part XIII Supplemental Information (continued)

TOTAL OTHER LIABILITIES 1,190,123,917

SCHEDULE D, PART X, LINE 2

THE COMPANY IS ORGANIZED AS A DELAWARE NONPROFIT CORPORATION AND HAS BEEN RECOGNIZED BY THE INTERNAL REVENUE SERVICE (THE "IRS") AS EXEMPT FROM FEDERAL INCOME TAXES UNDER INTERNAL REVENUE CODE (THE "IRC") SECTION 501(A) AS AN ORGANIZATION DESCRIBED UNDER IRC SECTION 501(C)(6). THE COMPANY IS ANNUALLY REQUIRED TO FILE A RETURN OF ORGANIZATION EXEMPT FROM INCOME TAX (FORM 990) WITH THE IRS. IN ADDITION, THE COMPANY IS SUBJECT TO INCOME TAX ON NET INCOME THAT IS DERIVED FROM BUSINESS ACTIVITIES THAT ARE UNRELATED TO THEIR EXEMPT PURPOSES. MANAGEMENT HAS DETERMINED THAT THE COMPANY IS NOT SUBJECT TO UNRELATED BUSINESS INCOME TAX AND HAS NOT FILED AN EXEMPT ORGANIZATION BUSINESS INCOME TAX RETURN (FORM 990-T) WITH THE IRS.

MANAGEMENT HAS EVALUATED THE INCOME TAX POSITIONS TAKEN AND CONCLUDED THAT FOR THE YEAR ENDED DECEMBER 31, 2023 AND 2022, THERE ARE NO UNCERTAIN POSITIONS TAKEN OR EXPECTED TO BE TAKEN THAT WOULD REQUIRE RECOGNITION IN THE FINANCIAL STATEMENTS. THE COMPANY IS SUBJECT TO ROUTINE AUDITS BY TAXING JURISDICTIONS; HOWEVER, THERE ARE CURRENTLY NO AUDITS IN PROGRESS FOR ANY TAX PERIODS. IN ADDITION, THERE HAVE BEEN NO TAX RELATED INTEREST OR PENALTIES FOR THE YEAR ENDED DECEMBER 31, 2023 AND 2022, PRESENTED IN THESE FINANCIAL STATEMENTS. SHOULD SUCH PENALTIES AND INTEREST BE INCURRED, MANAGEMENT'S POLICY WOULD BE TO RECOGNIZE THEM AS OTHER OPERATING EXPENSES ON THE STATEMENT OF ACTIVITIES.

**SCHEDULE F
(Form 990)**

Statement of Activities Outside the United States

OMB No. 1545-0047

2023

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Complete if the organization answered "Yes" on Form 990, Part IV, line 14b, 15, or 16.

Attach to Form 990.

Go to www.irs.gov/Form990 for instructions and the latest information.

Name of the organization

Employer identification number

MECHANICAL LICENSING COLLECTIVE

84-2642688

Part I **General Information on Activities Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 14b.

1 For grantmakers. Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No

2 For grantmakers. Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

3 Activities per Region. (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in the region	(d) Activities conducted in the region (by type) (such as, fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in the region	(f) Total expenditures for and investments in the region
(1) EUROPE	NONE	6	PROGRAM SERVICES	SEE PART V	1,416,613.
(2)					
(3)					
(4)					
(5)					
(6)					
(7)					
(8)					
(9)					
(10)					
(11)					
(12)					
(13)					
(14)					
(15)					
(16)					
(17)					
3a Subtotal	NONE	6.			1,416,613.
b Total from continuation sheets to Part I					
c Totals (add lines 3a and 3b)	NONE	6.			1,416,613.

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule F (Form 990) 2023

Part II **Grants and Other Assistance to Organizations or Entities Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of noncash assistance	(h) Description of noncash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)									
(2)									
(3)									
(4)									
(5)									
(6)									
(7)									
(8)									
(9)									
(10)									
(11)									
(12)									
(13)									
(14)									
(15)									
(16)									

- 2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as a tax exempt 501(c)(3) organization by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter _____
- 3 Enter total number of other organizations or entities _____

Part III **Grants and Other Assistance to Individuals Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 16.
 Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of noncash assistance	(g) Description of noncash assistance	(h) Method of valuation (book, FMV, appraisal, other)
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							
(13)							
(14)							
(15)							
(16)							
(17)							
(18)							

Part IV Foreign Forms

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see the Instructions for Form 926)* Yes No
- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to separately file Form 3520, Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see the Instructions for Forms 3520 and 3520-A; don't file with Form 990)* Yes No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect to Certain Foreign Corporations (see the Instructions for Form 5471)* Yes No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund (see the Instructions for Form 8621)* Yes No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect to Certain Foreign Partnerships (see the Instructions for Form 8865)* Yes No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to separately file Form 5713, International Boycott Report (see the Instructions for Form 5713; don't file with Form 990)* Yes No

Part V Supplemental Information

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information (see instructions).

SCHEDULE F, PART I, LINE 3(1) - PROGRAM SERVICES UNDERTAKEN IN REGION

MLC EMPLOYEES BASED IN THE UK PROVIDE TECHNOLOGY AND DATA MANAGEMENT SERVICES RELATED TO THE MLC'S MEMBER PORTAL, DATABASE, AND ROYALTY DISTRIBUTION PROCESS; AND PROVIDE OUTREACH, EDUCATION, AND SUPPORT SERVICES TO MEMBERS AND PROSPECTIVE MEMBERS OF THE MLC BASED OUTSIDE THE UNITED STATES.

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Name of the organization

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

Complete if the organization answered "Yes" on Form 990, Part IV, line 23.

Attach to Form 990.

Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2023

**Open to Public
Inspection**

MECHANICAL LICENSING COLLECTIVE

Employer identification number

84-2642688

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--|--|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (such as maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a?

3 Indicate which, if any, of the following the organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- | | |
|---|---|
| <input type="checkbox"/> Compensation committee | <input type="checkbox"/> Written employment contract |
| <input type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study |
| <input checked="" type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment?
- b** Participate in or receive payment from a supplemental nonqualified retirement plan?
- c** Participate in or receive payment from an equity-based compensation arrangement?
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.

5 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a** The organization?
- b** Any related organization?
- If "Yes" on line 5a or 5b, describe in Part III.

6 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a** The organization?
- b** Any related organization?
- If "Yes" on line 6a or 6b, describe in Part III.

7 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

	Yes	No
1a		
1b		
2		
3		
4a		X
4b		X
4c		X
5a		
5b		
6a		
6b		
7		
8		
9		

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2023

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that aren't listed on Form 990, Part VII.

Note: The sum of columns (B)(i)–(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC and/or 1099-NEC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred on prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
1 KRISTOPHER AHREND CEO	(i)	711,147.	73,908.	NONE	13,200.	24,769.	823,024.	NONE
	(ii)	NONE	NONE	NONE	NONE	NONE	NONE	NONE
2 RICHARD THOMPSON CHIEF TECHNOLOGY OFFICER	(i)	474,038.	51,151.	NONE	275.	88,886.	614,350.	NONE
	(ii)	NONE	NONE	NONE	NONE	NONE	NONE	NONE
3 ILENE WEINTRAUB CFO	(i)	468,992.	49,296.	NONE	13,200.	30,458.	561,946.	NONE
	(ii)	NONE	NONE	NONE	NONE	NONE	NONE	NONE
4 ELLEN TRULEY CHIEF MKTG & EXT AFF OFFICER	(i)	355,689.	36,997.	NONE	13,200.	16,128.	422,014.	NONE
	(ii)	NONE	NONE	NONE	NONE	NONE	NONE	NONE
5 KRISTEN JOHNS CHIEF LEGAL OFFICER	(i)	338,281.	35,673.	NONE	13,200.	22,597.	409,751.	NONE
	(ii)	NONE	NONE	NONE	NONE	NONE	NONE	NONE
6 MAURICE RUSSELL HEAD OF RIGHTS MANAGEMENT	(i)	258,171.	27,105.	NONE	9,504.	19,424.	314,204.	NONE
	(ii)	NONE	NONE	NONE	NONE	NONE	NONE	NONE
7 RAPHAEL AMSELLI SENIOR DIRECTOR TECHNOLOGY	(i)	224,924.	25,326.	NONE	1,686.	44,559.	296,495.	NONE
	(ii)	NONE	NONE	NONE	NONE	NONE	NONE	NONE
8 ANDREW MITCHELL HEAD OF ANALYTICS & AUTOMATION	(i)	227,582.	24,475.	NONE	10,500.	24,010.	286,567.	NONE
	(ii)	NONE	NONE	NONE	NONE	NONE	NONE	NONE
9 LEIGH MCCORKLE CHIEF PEOPLE OFFICER	(i)	227,970.	23,456.	NONE	6,900.	8,186.	266,512.	NONE
	(ii)	NONE	NONE	NONE	NONE	NONE	NONE	NONE
10 MAKESSA BENJAMIN HEAD OF MEMBER FINANCE	(i)	217,919.	22,588.	NONE	9,763.	11,670.	261,940.	NONE
	(ii)	NONE	NONE	NONE	NONE	NONE	NONE	NONE
11 LINDSEY MAJOR HEAD OF CUSTOMER EXPERIENCE	(i)	225,000.	22,946.	NONE	9,543.	1,288.	258,777.	NONE
	(ii)	NONE	NONE	NONE	NONE	NONE	NONE	NONE
12 NATHAN OSHER ASST GEN COUN - PUB. RELATIONS	(i)	201,883.	22,058.	NONE	7,931.	25,296.	257,168.	NONE
	(ii)	NONE	NONE	NONE	NONE	NONE	NONE	NONE
13 DAETWAUN BOGAN HEAD OF 3RD PARTY PARTNERSHIPS	(i)	197,890.	20,329.	NONE	8,455.	7,608.	234,282.	NONE
	(ii)	NONE	NONE	NONE	NONE	NONE	NONE	NONE
14 RICHARD MARSHALL ASST GEN COUNSEL-DSP RELATIONS	(i)	189,263.	19,301.	NONE	8,027.	1,226.	217,817.	NONE
	(ii)	NONE	NONE	NONE	NONE	NONE	NONE	NONE
15 JOYA CARMICHAEL HEAD OF OPERATIONS	(i)	189,500.	19,346.	NONE	8,354.	500.	217,700.	NONE
	(ii)	NONE	NONE	NONE	NONE	NONE	NONE	NONE
16	(i)							
	(ii)							

Schedule J (Form 990) 2023

**SCHEDULE O
(Form 990 or 990-EZ)**

Department of the Treasury
Internal Revenue Service

Name of the organization

MECHANICAL LICENSING COLLECTIVE

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2023

**Open to Public
Inspection**

Employer identification number

84-2642688

PART V, LINE 2A/2B AND PART VII - EMPLOYEES OF THE ORGANIZATION

MECHANICAL LICENSING COLLECTIVE EMPLOYEES ARE REPORTED FOR TAX PAYROLL FILINGS BY A PROFESSIONAL EMPLOYER ORGANIZATION ENGAGED BY MLC AND THE PEO FILES ALL PAYROLL TAX RETURNS AND W-2'S FOR MLC'S EMPLOYEES UNDER THE PEO'S AND FEDERAL IDENTIFICATION NUMBER. FORM 990 INSTRUCTIONS STATE THAT MLC SHALL TREAT THE EMPLOYEES OF THE PEO AS THEIR OWN EMPLOYEES AS COMMON LAW EMPLOYEES UNDER STATE LAW. THE COMPENSATED EMPLOYEES THAT ARE OFFICERS, KEY EMPLOYEES AND CONSTITUTE THE TOP FIVE HIGHLY COMPENSATED EMPLOYEES OVER \$100,000 ARE REPORTED ON PART VII AND SCHEDULE J, AS APPLICABLE, OF MLC'S AND COMPENSATION AND BENEFITS FOR THE EMPLOYEES ARE REFLECTED ON PART XI LINES 5 - 10 ON MLC'S FORM 990.

PART VI, SECTION A, LINE 6 - CLASSES OF MEMBERS

THERE SHALL BE THREE CLASSES OF MEMBERS:

1. CLASS A MEMBERS - SONGWRITER DIRECTORS OF THE BOARD.
2. CLASS B MEMBERS - ANY PUBLISHER WITH A LICENSOR MARKET SHARE OF AT LEAST FIVE ONE-THOUSANDTHS OF ONE PERCENT.
3. CLASS C MEMBERS - EACH OF THE FIVE PUBLISHERS WITH THE FIVE RESPECTIVE GREATEST LICENSOR MARKET SHARES AMONG ALL PUBLISHERS.

PART VI, SECTION A, LINE 7A - SELECTION OF DIRECTORS

THE LIBRARIAN OF CONGRESS HAS THE POWER TO APPOINT VOTING DIRECTORS.

PART VI, SECTION B, LINE 7B - GOVERNANCE DECISIONS RESERVED TO MEMBERS

DELAWARE LAW REQUIRES MEMBER APPROVAL FOR CERTAIN MAJOR CORPORATE ACTIONS, SUCH AS MERGER, DISSOLUTION, OR AMENDING THE CERTIFICATE OF INCORPORATION. THE BYLAWS REQUIRE MEMBER APPROVAL TO CHANGE CERTAIN SECTIONS OF THE BYLAWS THEMSELVES.

**SCHEDULE O
(Form 990 or 990-EZ)**

Department of the Treasury
Internal Revenue Service

Name of the organization

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

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2023

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MECHANICAL LICENSING COLLECTIVE

84-2642688

PART VI, SECTION B, LINE 11B - REVIEW PROCESS OF FORM 990

A DRAFT COPY OF THE FORM 990 IS SUPPLIED BY THE CERTIFIED PUBLIC ACCOUNTING FIRM ("CPA FIRM"), ENGAGED TO PREPARE THE RETURN, AND FORWARDED TO THE CEO, CFO, AND LEGAL TEAM FOR THEIR JOINT REVIEW. UPON REVIEW, ANY PROPOSED CHANGES ARE RELAYED BACK TO THE CPA FIRM AND UPON APPROVAL OF THE FINAL VERSION FROM THE CEO, CFO, AND LEGAL TEAM, THE RETURN IS FILED BY THE CPA FIRM ON BEHALF OF MLC.

PART VI, SECTION B, LINE 12C - CONFLICTS OF INTEREST POLICY

THE CONFLICT OF INTEREST POLICY ("POLICY") APPLIES TO ALL DIRECTORS, OFFICERS, COMMITTEE MEMBERS AND EMPLOYEES (EACH A "RESPONSIBLE PERSON") OF MECHANICAL LICENSING COLLECTIVE (THE "COLLECTIVE"). THIS POLICY ESTABLISHES GUIDELINES FOR APPROPRIATELY MANAGING ACTUAL, POTENTIAL OR PERCEIVED CONFLICTS OF INTEREST IN ACCORDANCE WITH LEGAL REQUIREMENTS AND THE COLLECTIVE'S GOALS OF ACCOUNTABILITY AND TRANSPARENCY. THE CHAIR OF THE BOARD SHALL, IF APPROPRIATE, APPOINT A DISINTERESTED PERSON OR COMMITTEE TO INVESTIGATE THE MARKET AND ALTERNATIVES TO THE TRANSACTION, AND PRESENT SUCH INFORMATION TO THE DISINTERESTED DIRECTORS, WHO SHALL DETERMINE WHETHER A MORE ADVANTAGEOUS ALTERNATIVE TRANSACTION THAT WOULD NOT GIVE RISE TO A CONFLICT OF INTEREST CAN BE ARRANGED WITH REASONABLE EFFORT.

THE COLLECTIVE IS COMMITTED TO CONDUCTING ITS OPERATIONS IN ACCORDANCE WITH THE HIGHEST STANDARDS OF ETHICS AND INTEGRITY. THIS POLICY PROTECTS THE INTERESTS OF THE COLLECTIVE WHEN IT IS CONTEMPLATING ENTERING INTO A TRANSACTION OR ARRANGEMENT THAT MIGHT BENEFIT OR APPEAR TO BENEFIT THE PRIVATE INTEREST OF ANY RESPONSIBLE PERSON, OR INDIRECTLY BENEFIT A

**SCHEDULE O
(Form 990 or 990-EZ)**

Department of the Treasury
Internal Revenue Service

Name of the organization

MECHANICAL LICENSING COLLECTIVE

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2023

**Open to Public
Inspection**

Employer identification number

84-2642688

RELATED PARTY.

EACH DIRECTOR AND OFFICER SHALL ANNUALLY SIGN A STATEMENT WHICH AFFIRMS

SUCH PERSON:

(A) HAS RECEIVED A COPY OF THE POLICY;

(B) HAS READ AND UNDERSTANDS THE POLICY,

(C) HAS AGREED TO COMPLY WITH THE POLICY, AND

(D) EITHER HAS NO ACTUAL OR POTENTIAL CONFLICT TO DISCLOSE OR DISCLOSES

ALL RELEVANT FACTS PURSUANT TO THE POLICY TO ALLOW THE BOARD TO DETERMINE

IF A CONFLICT OF INTEREST EXISTS.

ALL RELEVANT FACTS PURSUANT TO THE POLICY TO ALLOW THE BOARD TO DETERMINE

IF A CONFLICT OF INTEREST EXISTS.

PART VI, SECTION B, LINE 14, DOCUMENT RETENTION

THE MLC HAS A STATUTORY OBLIGATION UNDER 17 USC 115(D)(3)(M)(I) TO

MAINTAIN CERTAIN RECORDS FOR A PERIOD OF NOT LESS THAN SEVEN YEARS AFTER

THE DATE OF CREATION OR RECEIPT, WHICHEVER OCCURS LATER.

PART VI, SECTION B, LINES 15A/B

A BOARD COMPENSATION COMMITTEE WAS FORMED IN 2023. THE BOARD REVIEWS

OTHER ORGANIZATIONS' FORM 990 AND USES A COMPENSATION STUDY OR SURVEY TO

DETERMINE COMPENSATION. THE COMPENSATION COMMITTEE APPROVES INCREASES FOR

OFFICERS AND KEY EMPLOYEES IF THE INCREASE IS MORE THAN THE COMPANY

ANNUAL INCREASE FOR EMPLOYEES AT THE BEGINNING OF THE YEAR OR ARE NOT

CONTRACTUAL.

PART VI, SECTION C, LINE 19 - AVAILABILITY OF GOVERNING DOCUMENTS

THE GOVERNING DOCUMENTS ARE AVAILABLE UPON REQUEST.

Name of the organization

Employer identification number

MECHANICAL LICENSING COLLECTIVE**84-2642688**

FORM 990, PART VII-COMPENSATION OF THE 5 HIGHEST PAID IND. CONTRACTORS

NAME AND ADDRESS	DESCRIPTION OF SERVICES	COMPENSATION
HFA 152 WEST 57TH STREET 57TH FLOOR NEW YORK, NY 10019	CONSULTING	10,436,783.
PRYOR CASHMAN LLP 7 TIMES SQUARE NEW YORK, NY 10036	LEGAL FEES	1,553,182.
VACO LLC 5501 VIRGINIA WAY SUITE 400 BRENTWOOD, TN 37027	TEMP. STAFF/RECRUIT	1,302,266.
GUPTA MEDIA HOLDINGS 200 BERKELEY STREET BOSTON, MA 02116	DIGITAL MEDIA SERVIC	348,450.
WITHUMSMITH+BROWN, PC 4600 EAST WEST HWY 900 BETHESDA, MD 20814-3423	TAX & AUDIT SERVICES	210,840.