

ANTITRUST GUIDELINES

Group activities of competitors are inherently suspect under the antitrust laws. Many activities among competitors, however, are both legal and beneficial to the industry. The best vehicle for enjoying the benefit of permitted agreements among competitors, while avoiding the pitfalls of illegal agreements, is by belonging to a trade association or professional society which takes its obligations in this regard very seriously.

All staff members are well versed in antitrust matters and the association relies heavily on their judgement, or that of legal counsel, to see that the topics which may give an appearance of an agreement that would violate the antitrust laws are not discussed at any meetings. The fact that a staff member and counsel are present at a meeting, however, should not invite probing to determine how far a discussion can proceed before it becomes apparent that it is improper and is cut off. It is the responsibility of each member in the first instance to avoid raising improper subjects for discussion. This reminder has been prepared to assure that participants in all meetings are aware of this obligation.

The do's and don'ts presented below highlight only the most basic antitrust principles. All participants should consult their own counsel in all cases involving specific situations, interpretation, or advice.

DO...

1. Adhere to prepared agendas for all meetings and object any time meeting minutes do not actually reflect the matters which transpire.
2. Understand the purpose and authority of each group in which you participate.
3. Consult with the association/society general counsel on all antitrust laws; disassociate yourself from any such discussions or activities and leave any meeting in which they continue.

DON'T...

1. In fact or appearance, discuss or exchange information regarding:
 - A. Individual company prices, price changes, price differentials, mark-ups, discounts, allowances, credit terms, etc., or data that bear on price, costs, production, capacity, inventories, sales, etc.
 - B. Industry pricing policies, price levels, price changes, differentials, etc.
 - C. Changes in industry production, capacity or inventories.
 - D. Bids on contracts for particular products; procedures for responding to bid invitations.
 - E. Plans of individual companies concerning the design, production, distribution or marketing of particular products, including proposed territories or customers.
 - F. Matters relating to actual or potential individual suppliers that might have the affect of excluding them from any market or of influencing the business conduct of firms toward such suppliers or customers.
2. Discuss or exchange information regarding the above matters during social gatherings, incidental to any meetings, even in jest.