

## ANTITRUST POLICY STATEMENTS AND GUIDELINES

### INTRODUCTION

CAR activities involve cooperative undertakings and meetings of competitors. It is important to emphasize our on-going commitment to full compliance with federal and state antitrust laws. This statement is being distributed as a reminder of that commitment and as a general guide for our activities and meetings.

### RESPONSIBILITY FOR ANTITRUST COMPLIANCE

An equal responsibility for antitrust compliance – which includes avoidance of even an appearance of improper activity – is yours. Your corporate employer and CAR depend on your good judgment to avoid all discussions and activities which may involve improper subject matter or improper procedures. CAR staff members work conscientiously to avoid subject matter or discussion which may have unintended implications, and counsel provides guidance with regard to these matters. It is important for you to realize, however, that the competitive significance of a particular conduct or communication probably is most evident to you who are directly involved in the industry.

### ANTITRUST GUIDELINES

In general, the antitrust laws seek to preserve a free, competitive economy and trade in the United States and in commerce with foreign countries. Competitors may not restrain competition among themselves with reference to the price, the quality or the distribution of their products, and they may not act in concert to restrict the competitive capabilities or opportunities of their competitors, their suppliers or their customers.

Penalties for violating the antitrust laws are severe: corporations are subject to heavy fines and injunctive decrees, and may have to pay substantial damage judgments to injured competitors, suppliers or customers. Individuals are subject to criminal prosecution, and may be punished by fines and imprisonment.

Since you have an important responsibility in ensuring antitrust compliance in industry activities, you should read and heed the following guidelines.

- **Don't** discuss with other members your own or competitors' prices, or anything that might affect prices

such as costs, discounts, terms of sale, or profit margins.

- **Don't** stay at a meeting where any such price talk occurs.
- **Don't** make public announcements or statements about your own prices or those of competitors at CAR functions.
- **Don't** talk about what individual companies plan to do in particular geographic or product markets or with particular customers.
- **Don't** disclose to others at meetings or otherwise any competitively sensitive information.
- **Do** conduct all CAR business meetings in accordance with CAR rules. These rules require that a CAR staff member be present, the agenda be followed and minutes be kept.
- **Do** confer with counsel before bringing up any topic or making any statement with competitive ramifications.
- **Do** send copies of all CAR-related correspondence to the staff member involved in the activity.
- **Do** alert the CAR staff to any inaccuracies in proposed statements to be made by CAR on behalf of CALM, particularly statements to government officials.
- **Remember** that meetings with government officials may not provide a shield against antitrust liability.

### CONCLUSION

Compliance with these guidelines involves not only avoidance of antitrust violations, but avoidance of any behavior which might be so construed. Bear in mind however, that the antitrust laws are stated in general terms, and that this statement is not a summary of applicable laws. It is intended only to highlight and emphasize the principal antitrust standards which are relevant to CAR programs. You must, therefore, seek the guidance of counsel if antitrust questions arise.