

AUTM Policy: Antitrust Compliance

Initially approved by the AUTM Board of Directors on November 16, 2018



This AUTM Policy was amended by the AUTM Board of Directors on the following date(s):

It is the policy of AUTM to be in strict compliance with all Federal and State antitrust laws, rules and regulations. Discussions and activities of AUTM, in general, are to focus on promotion and development of the industry and industry-wide issues.

1. In view of antitrust considerations (both civil and criminal) and to avoid any possible restraints on competition, the following guidelines should be followed at all AUTM meetings, informal gatherings, and activities of the membership, Board, Cabinet, leadership, working groups and other meetings of AUTM, and all meetings attended by representatives of AUTM:
 - a. Current and future price information and pricing plans, bidding plans, refund or rebate plans, discount plans, credit plans, specific product costs, cost of operations, supplies, labor or services, profit margin information, discounts and terms of sale should not be discussed among competitors.
 - b. Discussions of division of territories or customers or limitations on the nature of business carried on or products or services sold are prohibited.
 - c. Discussion relating to boycotts, including refusals to deal, blacklisting or unfavorable reports about particular companies including their financial situation, are prohibited.
2. At all meetings attended by AUTM representatives where discussion can border on an area of antitrust sensitivity, the representative must request that the discussion be stopped and ask that the request be made a part of the minutes of the meeting being attended. If others continue such discussion, the AUTM representative should leave the meeting and request that the minutes show that the representative left the meeting at that point and why the representative left. Any such instances should be reported immediately to the Chair and Chief Executive Officer (CEO) of the Association.
3. A copy of this Antitrust Policy will be made available to each officer, director, committee member and employee and included in all meeting materials.
4. The following statement will appear on all meeting agendas:

AUTM has a policy of strict compliance with all laws regulating association activities. Please refer to AUTM's Antitrust Compliance Policy and adhere to the following:

 - **DON'T** discuss prices or fees for service, costs, discounts, terms of sale or credit, warranties, profit margins, individual companies' marketing or bidding plans, pricing policies, controlling sales, allocating markets, complaints related to specific customers, or refusals to deal.
 - **DON'T** joke about antitrust compliance.
 - **DON'T** speak or act on behalf of AUTM or any committees unless specifically authorized to do so.
 - **DON'T** participate if you think something is improper.
 - **DO** alert the AUTM Chair, CEO, or legal counsel to any concerns about competitively sensitive information.
5. In order to support antitrust compliance throughout the organization, AUTM also requires all of its directors, officers, members, and staff to abide by the following:
 - a. No individual member, committee, director, officer, staff member or other party is authorized to use AUTM's logo or to speak or act on behalf of AUTM unless specifically authorized in writing by the Board or its designee.
 - b. An agenda must be prepared in advance of all AUTM meetings and followed at the meetings. Members and meeting attendees may not participate in informal ("rump") sessions outside of regularly scheduled meetings to discuss items not on the agenda.
 - c. Minutes will be taken at all meetings of the Board, Cabinet, and committees of the Board and reviewed prior to distribution.
 - d. Periodic written reports to the Board are required from all committees, staff, and officers reflecting pending matters, requests for action, and recommendations. Committees may act only within the scope of their authority.
6. Any questions regarding this Policy or its implementation should be addressed to the AUTM Chair, CEO, or legal counsel.