

## **ATMIA Antitrust Compliance Policy**

ATMIA (hereinafter "Association") has a policy of strict compliance with the applicable antitrust laws. The antitrust laws prohibit certain combinations and agreements among competitors. Members of an association can be considered competitors in the context of antitrust challenges, even if their businesses (or professional practices) are not in the same geographic areas or in the same product lines (or professional fields or specialties). A member's conduct at all Association-sponsored or Association-scheduled meetings and events should comply with antitrust laws. The penalties for violations of the antitrust laws can be very severe--not only for Association, but also for its individual members.

Association members cannot come to understandings, make agreements, or otherwise concur on positions or activities that in any way tend to raise, lower, or stabilize prices or fees, divide up markets, or encourage boycotts. Each member must decide for itself, without consultation with competitors, how to conduct its business (or its professional practice) and with whom to do business (or engage in professional practice). Specifically, members should not agree on:

- ◆ Current or future prices or fees, price or fee changes, discounting, regulation of production, and other terms and conditions of sale or of providing professional services. Members should be extremely careful about discussing prices or fees. Agreements on pricing or fees are clearly illegal. Even price or fee discussions by competitors, if followed by parallel action among the competitors on pricing or fees, can lead to antitrust investigations or challenges.
- ◆ Allocating or monopolizing territories or customers. Any agreement by competitors to "honor," "protect," or "avoid invading" one another's market areas or product lines (or professional practice areas) would violate the law.
- ◆ Refusing to do business with those whose business practices they oppose. Competitors can discuss the policies or practices of suppliers, reimbursers, and other third parties, but they must never threaten directly or indirectly to act jointly to enforce changes to those policies or practices. Again, discussions followed by parallel action could at least trigger careful antitrust scrutiny.

Discussions of pricing, fees, or boycotts as part of Association-scheduled programming or in connection with Association-sponsored meetings or online media could implicate and involve the association in extensive and expensive antitrust challenges, it is advisable to avoid all such discussion in ATMIA programs and activities. Officers, directors, and members should not make any representations, publicly or privately, which appear to represent an official policy or position of Association without the express authorization of Association executives. The U.S. Supreme Court has determined that recommendations or exhortations in antitrust areas by individuals who might appear to represent an association in some capacity can likewise jeopardize the Association, so those in positions of responsibility for the Association must be especially cautious.

The antitrust laws are complicated and often unclear. If any member is concerned that he or she may be in a "gray area," that member should consult with Association's senior executives or legal counsel. If the conversation among competitors at an Association meeting turns to antitrust-sensitive issues, participants should discontinue the conversation until legal advice is obtained, or else leave the meeting immediately.

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