ANTITRUST GUIDELINES FOR MEETINGS

RISE has prepared the following guidelines in order to facilitate compliance with the antitrust laws in conducting user group meetings.

I. Role of Chairperson.

The Chairperson of the meeting will ensure that discussion follows the agenda. Matters outside of the scope of the agenda should not be discussed without the approval of the Chairperson. If necessary, the Chairperson will redirect, limit, or stop discussion in order to ensure compliance with these guidelines.

II. Participation Must Be Voluntary.

Participation in RISE User Groups and activities must be voluntary, and each member must decide on its own whether participation in these meetings and their activity is in its independent interest.

III. Subjects of Discussion. As a general matter, the antitrust laws prohibit competitors from agreeing on the prices they will charge, the products they will offer, the customers they will serve, and the markets in which they will compete. Therefore, there should be no discussion or disclosure of information with respect to:

- Profits, premiums, prices, surcharges, or discounts
- Specific customers or classes of customers or whether you will or will not do business with them
- Allocation of geographic or product markets;
- Any refusal to deal with a customer or supplier;
- How to deal with the market behavior of a competitor;
- Or any other topic involving anticompetitive practice.

Some topics of discussion may lead to agreements that are not unlawful on their face but that may have an unlawful anticompetitive effect, depending upon their scope and how they are implemented. There are no hard and fast rules regarding how much discussion may occur with respect to possible agreements that are not unlawful on their face, and the answer will vary depending on such factors as the nature of the subject matter, its relationship to competition among RISE User Group members, and the degree of restraint that these members can be expected to exercise. For example, it is lawful for User Group members to agree on standard forms that will lead to administrative simplification, but User Group standards should not be used in a way that unreasonably limits competition.
IV. Antitrust Statement.

The following statement is to be read prior to any RISE User Group meeting by the leadership conducting the meeting:

“This meeting is for the specific purpose described in the agenda and not for the purpose of reaching any agreement that affects the competitive business activities of companies represented.

1. RISE User Group meetings are conducted in accordance with these Antitrust Guidelines;
2. All participants should have the Guidelines and should be familiar with them;
3. Participation in RISE User Groups and their meetings is completely voluntary; and
4. Any questions or concerns about antitrust or any other legal matter should be directed to the Chair.”

V. “Rump” Meetings.

There should be no informal, secret, or “rump” meetings in which some or all RISE User Group members discuss business matters “off the record.”

VI. Questions, Concerns.

Questions or concerns about these guidelines or about any RISE User Group-sponsored meeting, discussion, or practice should be directed to the Chair of the RISE User Group by telephone at (831) 465-2283.

VII. Meeting Minutes.

Meeting minutes should reflect the following:

- First Agenda Item: “Review Antitrust Guidelines”
- Key Discussion Points: “The Antitrust Guidelines were reviewed and agreed to by the group.”
- Outcomes/Next Steps: “Confirmed or Approved or...”