



MEMORANDUM

To: RCMA Members and Staff

From: Brock R. Landry, General Counsel

Re: **Antitrust Compliance - Quick Reference**

The Roof Coatings Manufacturers Association ("RCMA" or "Association") has in effect Antitrust Compliance Guidelines ("Guidelines"). They are intended for the guidance of RCMA member company representatives, officers, directors and staff, when engaged in any activity conducted in the name of, or on behalf of, RCMA. Members, however, should remember that antitrust compliance is important at all times, whether at formed meetings or in social settings. All such persons are expected to be familiar with the Guidelines and to follow them both in letter and spirit.

The following precepts are taken from the full Guidelines as a quick reference. Again, this excerpt is not a substitute for being conversant with the full Guidelines, which are being provided to each member.

At Association gatherings, all RCMA members, their representatives and guests should avoid discussion of competitively sensitive subjects. Informal gatherings or "rump" sessions should not be held before, during or following Association meetings.

Some topics should be scrupulously avoided in all cases:

1. **Do not** discuss current or future prices.
2. **Do not** discuss past prices unless legal counsel is present and has approved the framework of discussions.

3. **Do not** discuss what is a fair profit level.
4. **Do not** discuss an increase or decrease in price.
5. **Do not** discuss standardizing or stabilizing prices.
6. **Do not** discuss pricing or bidding procedures.
7. **Do not** discuss cash discounts.
8. **Do not** discuss credit terms.
9. **Do not** discuss allocating markets or customers.
10. **Do not** complain to a competitor that its prices constitute unfair trade practices.
11. **Do not** discuss refusing to deal with a company because of its pricing or distribution practices.
12. **Do not** attend "rump" sessions.
13. **Do not** joke about antitrust matters.

We hope the above rules will be helpful as you participate in **RCMA** meetings and other activities. If you have any question about antitrust compliance, do not hesitate to contact me or other **RCMA** legal counsel who attend meetings.

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