Antitrust Guide

Our Commitment
NSF is committed to complying with all US and foreign antitrust and competition laws. Compliance is serious. Antitrust or competition law violations can result in heavy fines, damage awards or even, for individuals, imprisonment. NSF expects all employees, contractors, volunteers, committee members, participants, and the like involved in or related to NSF group activities or meetings to be mindful of and take measures to comply with US and foreign antitrust and competition laws.

The US Antitrust and the Foreign Competition Laws
These laws are aimed at promoting and protecting competition. For example, in the US, the Sherman Act prohibits illegal agreements in restraint of trade or commerce (section 1), and it also prohibits monopolization or attempts to monopolize (section 2). Other antitrust laws in the US include the Clayton Act, the Federal Trade Commission Act, the Robinson-Patman Act, and various state antitrust laws. Many countries have antitrust laws (typically referred to as "competition laws"). The European Union has its own antitrust laws. Enforcement is often vigorous in both the civil and criminal arenas, including against organizations themselves and the individuals involved.

Guidelines Regarding Group Activities and Meetings
Avoid any discussion (whether in jest or otherwise), any conduct, or any exchange of information in or related to group activities or meetings that might violate or appear to violate US and foreign antitrust and competition laws. The following guidelines will help you do that:

- **Circulate an agenda in advance**, follow the agenda, and take meeting minutes.
- **Advise participants about compliance, e.g., read or make a similar-type statement:**
  
  “Because this meeting may involve representatives of competing businesses or otherwise implicate antitrust laws, it is important that I get everyone’s agreement before we begin that the meeting will be conducted in full compliance with the antitrust laws. We must avoid any comment or action that encourages joint action by participating organizations or persons to restrict their competition or to violate the antitrust law. If any of you have any questions, I refer you to the NSF Antitrust Guide.”

- **Do not discuss or exchange information (directly or indirectly) regarding:**
  
  - Prices for goods or services (whether your own or any company’s)
  - Discounts, credits terms, profit margins, production quotas, terms of sale, price policies or anything of the like that may affect prices
  - A Company’s (or your own) data on costs, capacity, inventory, sales, profit margin or the like that may affect price
  - Marketing or production plans of a company’s product, service, or associated features
  - Limits or controls on production or agreements to do so, including any restrictions on imports or exports
  - How or whether to deal with any other company, supplier, customer or competitor that might exclude one from a market
- Any allocation/division of markets or customers, territorial restrictions, or restrictions on types of products

- Bids for, or solicitations of, particular businesses or customers

  NOTE: The foregoing list is not exhaustive; consult counsel if you have questions.

- Leave any meeting and note your objections if the above discussions or exchanges occur

- Consult with NSF’s General Counsel or antitrust counsel if you:
  - Have doubt about the propriety of any action before proceeding
  - Receive any document or data concerning prices, production, or agreements that may hinder competition or disadvantage customers or competitors
  - Have questions whether any activity might raise an antitrust problem

Thank you for your assistance in complying with the NSF Antitrust Guide.