

## ANTITRUST GUIDELINES

### for Global Compact Network USA members, board members, and service providers

The Global Compact Network USA, Inc. (“the Network”) is a nonprofit company organized and existing under the laws of the State of Delaware, formed as the local network of the United Nations Global Compact (“Global Compact”) in the United States of America. The purpose of the Network is to provide programming and opportunities to assist Global Compact signatories (“Members”) in advancing the ten principles of the Global Compact. The membership of the Network is such that events organized by the Network for members, and meetings of the board of directors of the Network, may be attended by representatives of organizations that are competitors to each other.

While some activities among competitors are both legal and beneficial to the industry in which such competitors participate, group activities of competitors are inherently suspect under the antitrust laws. Agreements or combinations between or among competitors need not be formal to raise questions under antitrust laws, but may include any kind of understanding, formal or informal, secretive or public, under which each of the participants can reasonably expect that another will follow a particular course of action.

Members and board members of, and those who provide services to, the Global Compact Network USA (Network) should take care not to discuss at Network meetings or group discussions (“meetings”) topics the discussion of which by such parties may give an appearance of an agreement or alliance that would violate the antitrust laws. It is the responsibility of each participant to avoid raising improper subjects for discussion. These guidelines have been prepared to assure that participants in Network meetings are aware of this obligation.

The principles presented below highlight basic antitrust principles and are for guidance only. These guidelines are not intended as legal advice. Participants who are not thoroughly familiar with their responsibilities under the antitrust laws should consult counsel in all cases involving specific situations, interpretations or advice.

1. **Do not**, in fact or appearance, discuss or exchange information regarding:
  - a. Individual company prices, price changes, price differentials, mark-ups, discounts, allowances, credit terms, etc., or data that bear on price, e.g., costs, production, capacity, inventories, sales, etc.
  - b. Industry pricing policies, price levels, price changes, differentials, etc.
  - c. Changes in industry production, capacity or inventories
  - d. Bids on contracts for particular products; procedures for responding to bid invitations.
  - e. Plans of individual companies concerning the design, production, distribution or marketing of particular products, including proposed territories or customers
  - f. Matters relating to actual or potential individual customers or suppliers that might have the effect of excluding them from any market or of influencing the business conduct of firms toward such suppliers or customers
2. **Do not** discuss or exchange information regarding the above matters during social gatherings incidental to meetings, even in jest.
3. **Do** have an agenda and adhere to prepared agendas for all meetings.
4. **Do** get minutes taken and object if they do not accurately reflect the discussion and actions taken.
5. **Do** consult with the Network’s legal counsel or your organization’s legal counsel on all antitrust questions relating to meetings.

6. **Do** protest against any discussions or meeting activities which appear to violate the antitrust laws.
7. If a discussion or activity continues after you have raised the issue that such discussion or activity appears to violate antitrust laws, **DO** disassociate yourself from any such discussion or activity.