

ANTITRUST GUIDELINES FOR IMTA MEETINGS

To help protect motor carriers, their affiliated companies, and their respective officers and employees from antitrust investigations, criminal prosecutions, and private treble-damage actions, the following Antitrust Guidelines should be followed in connection with all IMTA meetings *to the extent they involve two or more motor carriers* (“Meetings”).

A. Procedures for Meetings

1. At the start of every Meeting, the person chairing it should provide these Guidelines and draw the participants' attention to them.
2. There should be **no** discussion of the **Topics to Avoid at Meetings** set forth below. If a participant mentions one of these topics, the person chairing the Meeting should halt the discussion. If the discussion continues nonetheless, the other participants should expressly disassociate themselves from it and leave the Meeting.
3. Participants should not agree formally or informally with each other on how to conduct any aspect of their individual motor carrier businesses.
4. An attorney knowledgeable about antitrust considerations should attend all Meetings and assist the person chairing the Meeting in ensuring adherence to these Guidelines.

B. Topics to Avoid at Meetings

The following topics should **not be discussed** at Meetings or by two or more motor carriers conferring informally outside a Meeting, nor should they be included in any survey of motor carriers: **motor carrier freight rates, surcharges, credit terms, revenue or total expense per mile, service volumes or capacity, future sales or marketing strategies, new-service plans, or customer or supplier lists.** Also, completely off-limits are agreements between motor carriers not to compete in providing motor carrier transportation services to shippers, agreements to limit the volume or type of such services, and agreements to divide up trucking customers, geographic areas, commodities, or shipper contracts.

C. “Best Practices” Discussions

1. “Best practices” discussions by motor carriers at Meetings should be limited to those designed to reduce transaction costs, achieve economies of scale or network efficiencies, or realize some other efficiency. Discussions should be confined to what is reasonably necessary to accomplish these legitimate goals and should not include any of the above **Topics to Avoid at Meetings**.
2. The above **Procedures for Meetings** should be followed with respect to Meetings that involve best practices discussions.
3. No agreement should be reached (with respect to the operation of the participants' motor carrier businesses) to use a particular practice, to deal with customers on particular terms, to deal with suppliers on particular terms except in connection with a group-purchasing or other joint venture reviewed in advance by an attorney, or to exclude a competitor for using a different practice.
4. Personnel whose principal responsibility is sales or marketing should generally be excluded from best practices discussions.

If you have questions, please call attorney W. Todd Metzger (317-637-1777) Scopelitis, Garvin, Light, Hanson & Feary, P.C.