

ITS America Antitrust Guidelines Summary

The Intelligent Transportation Society of America (ITS America) is dedicated to advancing the research, development and deployment of Intelligent Transportation Systems (ITS) to improve the nation's surface transportation system. Because ITS America Members participate and/or compete in the marketplace, ITS America and its Members must take particular care to comply with antitrust law.

ITS America and its members are committed to full compliance with all laws applicable to their operations. Among the most important of these laws are the federal and state antitrust laws. Any violations of these laws would risk serious damage to ITS America's resources and reputation, and full compliance with these laws both merits and requires the ongoing vigilance of ITS America's directors, officers, and employees. Given the influence and effect that the antitrust laws have on all phases of ITS America's operations, it is ITS America's policy to avoid even the appearance of anticompetitive conduct in its operations.

The antitrust laws prohibit concerted activity among competitors that may have potentially anticompetitive effects. It is critical for competitors to exercise independent business judgment, particularly in pricing their work, in determining which markets they will compete, and in dealing with clients, subcontractors, or suppliers. Even informal agreements and tacit understandings that lead to joint action can violate the antitrust laws. Agreements among competitors that are found to violate the antitrust laws may be subject to severe criminal penalties and civil liability.

Members should only discuss matters reasonably necessary for furthering the adoption and utilization of ITS generally. Examples of activities that should be strictly avoided include:

- discussing prices, discounts, terms or conditions of sale, profits, profit margins, cost data of individual firms, or other confidential information not generally known or determinable by the public;
- dividing Members' participation in markets by territories, customers, or products;
- discouraging any Member from independently entering or participating in any market or opportunity; and
- discouraging any Member or party from participating in the development of any market.

It is important to remember that many of the antitrust laws prohibit certain concerted actions or agreements and such actions can be found even without formal agreements. In other words, the antitrust laws can be violated by an informal verbal agreement or implied understanding or, in some cases, by parallel conduct combined with other factors.

It is also important that confidential individual company information is not incorrectly shared with other parties. Any surveys, reports, or analyses prepared by ITS America are to be designed to comply with the antitrust laws.

This summary is not intended to be a comprehensive guide to all of the antitrust issues that ITS America Members may encounter. If a Member has any question as to whether certain conduct is permissible, they are encourage to consult with their in-house counsel or ask the ITS America staff for a referral to its counsel.