

# **The Mulch & Soil Council**

## **Antitrust Policy Statement**

The Mulch & Soil Council ("MSC" or "Council") is a national, not-for-profit organization organized to serve and advance the bark and soil producing industry. Its purpose is to provide, through its meetings and other activities, a common ground wherein manufacturers and users of bark and soil materials, equipment, and services can become informed of current technical developments and share professional interests. MSC is not intended to, and may not play any role in the competitive decisions of its members, nor in any way restrict competition among bark and soil users or manufacturers in any of the industries it serves.

Through its meetings, publications, and other activities, MSC brings together representatives of competitors in many manufacturing areas. Although the subject matter of MSC activities is normally technical in nature, and although the purpose of these activities is principally educational and there is no intent to restrain competition in any manner, nevertheless the Board of Directors recognizes the possibility that the Council and its activities could be seen by some as an opportunity for anticompetitive conduct. For this reason, the Board takes the opportunity, through this statement of policy, to make clear its unequivocal support for the policy of competition served by the antitrust laws and its uncompromising intent to comply strictly in all respects with those laws.

In addition to the Council's firm commitment to the principle of competition served by the antitrust laws, the penalties which may be imposed upon both the Council and its members involved in any violation of the antitrust laws are so severe that good business judgment demands that every effort be made to avoid such violation. Certain violations of the individuals may be imprisoned for up to three (3) years or fined up to \$100,000, or both, and corporations can be fined up to \$1 million for each offense. In addition, treble damage claims by private parties (including class actions) for antitrust violations are extremely expensive to litigate and can result in judgments of a magnitude which could destroy the Council and seriously affect the financial interests of its members.

It shall be the responsibility of every member of MSC to be guided by the Council's policy of strict compliance with the antitrust laws in all activities. It shall be the special responsibility of committee chairmen, and Council officers and directors to ensure that this policy is known and adhered to in the course of activities pursued under their leadership.

To assist the MSC staff and all of the MSC officers, directors, and committee members in recognizing situations which may raise the appearance of an antitrust problem, the Board will as a matter of policy furnish to each such persons the Council's General Rules of Antitrust Compliance. Should questions arise as to the manner in which the antitrust laws may apply to the activities of MSC or any Committee thereof, such questions shall be directed to MSC headquarters.

Antitrust compliance is the responsibility of every member. Any knowing violation of the MSC General Rules of Antitrust Compliance or this general policy by a MSC member will result

in that member's immediate suspension from membership in the Council, and immediate removal from any Council office held.