



"Absolutely outstanding program."

- 2007 Participant

INCLUDING

- Impact and Application of the Sherman, Clayton, Robinson-Patman, and Federal Trade Commission Acts
- Objectives, Standards, and Remedies under Federal Antitrust laws
- Practical problems of corporate compliance and the avoidance of costly antitrust litigation
- Handling a criminal Antitrust investigation
- Guidelines for counseling both large and small enterprises



You're invited to attend the 44th Annual Course on

Antitrust Law



October 13-17, 2008

Featuring
Thomas E. Kauper

Presented by

**The Center for American and International Law
Plano, Texas**

FEATURED LECTURER



Prof. Thomas E. Kauper

Henry M. Butzel, Professor of Law
The University of Michigan
Law School
Ann Arbor, Michigan

Thomas E. Kauper joined the faculty of the University of Michigan Law School in 1964. In 1969, he became Deputy Assistant Attorney General in the Office of Legal Counsel, U.S. Department of Justice, a post he held until 1971, when he returned to teaching in Ann Arbor. In mid-1972, Professor Kauper was named Assistant Attorney General of the U. S. in charge of the Antitrust Division and continued in that post until 1976, when he again returned to Ann Arbor. He has been Vice Chairman and a member of the Council of the Antitrust Law Section of the American Bar Association. Professor Kauper is a frequent lecturer and the author of a number of articles on antitrust subjects.

SPECIAL GUEST LECTURER — on the topics of

“LEGAL ETHICS” AND
“HANDLING A CRIMINAL
ANTITRUST INVESTIGATION.”

Barry F. McNeil

Haynes and Boone, LLP
Dallas, Texas

Former Chair of the
American Bar Association’s
Litigation Section

44th Annual Course on Antitrust Law

OCTOBER 13-17, 2008

Gain a basic understanding of Antitrust Law in this intensive 4.5-day course.

The curriculum outlines the impact and application of the Sherman, Clayton, Robinson-Patman, and Federal Trade Commission acts. Emphasis is placed on practical problems of corporate compliance and the avoidance of costly antitrust litigation. You'll also learn guidelines for counseling both large and small enterprises on antitrust issues - specifically, problems concerning relationships with competitors, suppliers, dealers, and customers.

Important topics such as:

- Objectives, Standards, and Remedies Under the Federal Antitrust Laws
- Price Fixing, Market Division, and Related Agreements Between Competitors; Combinations and Conspiracies in Restraint of Trade; Intra-Corporate Conspiracies; Trade Association Activities, Resale Price Maintenance
- Group Boycotts and Refusals to Deal
- Restricting Competition on Distribution; Permissible Restraints on Dealers, Franchisees, and Customers Questions on Distribution
- Handling a Criminal Antitrust Investigation
- Legal Ethics/Professional Responsibility Considerations in Antitrust Practice
- Monopolization, Conspiracies, and Attempts to Monopolize Under Section 2 of The Sherman Act; Problems of Size, Market Power, and Predatory Conduct; The Trinko Case
- The State Action Exemption, Municipal Liability, and Other Exemptions
- Mergers and Acquisitions under the Clayton Act
- Antitrust Problems in the Establishment of Joint Ventures
- Price Discrimination Under the Robinson-Patman Act
- Discrimination in Allowances and Services Under Sections 2(d) and 2(e)

The Schedule

Registration and Classes: On-site registration will be held at The Center for American and International Law, 5201 Democracy Drive, Plano, TX, beginning at 8:30 a.m. on Monday, October 13.

Except for the Monday morning session on October 13, which will begin at 9 a.m., morning sessions will start at 8:30 a.m. and end at 12 noon, except for Tuesday, which ends at 12:30 p.m. All afternoon sessions will begin at 1:30 p.m. and conclude at 5 p.m. There will be two fifteen minute breaks during each morning and each afternoon session. Classes end at 12 noon on Friday, October 17.

Textbook and Lecture Outlines: Detailed lecture outlines for each session will be



distributed to participants at the course. In addition, all participants should have a copy of the textbook *Antitrust Analysis: Problems, Texts, Cases* by Areeda and Kaplow (Little, Brown & Company, 6th edition, 2004). This book may be ordered through the Center by marking the appropriate space on the course registration form. If you register for the course and order the textbook on or before September 20, the book, with suggested reading assignments, will be mailed to you in advance.

THE PROGRAM

Monday Morning, October 13

Objectives, Standards, and Remedies Under the Federal Antitrust Laws

- A. Objectives of the Antitrust Laws
- B. Standards Under the Sherman, Clayton, and FTC Acts—Rule of Reason, Per Se Offenses, Reciprocity Doctrine
- C. Trade or Commerce Under the Antitrust Laws—Interstate Commerce Reach of Sherman Act; Clayton Act, and FTC Act Jurisdictional Problems
- D. Remedies Under the Antitrust Laws
- E. Government Enforcement Policies
- F. General Role of Private Treble Damage and Injunction Suits in Antitrust Enforcement
- G. Problems of Standing and Antitrust Injury

Price Fixing, Market Division, and Related Agreements Between Competitors; Combinations and Conspiracies in Restraint of Trade; Intra-Corporate Conspiracies; Trade Association Activities

- A. Horizontal Price-Fixing Agreements—Direct and Indirect Price Fixing; Price Tampering, Bid Rigging; Agreements to Limit Production; Agreements to Fix Buying Prices for Raw Materials; Agreements to Limit Hours of Business Operation
- B. Conscious Parallelism and Circumstantial Proof of Restraints of Trade; Exchange of Price Lists or Other Pricing Information; Administered Prices and Price Leadership
- C. Market Division Agreements—Territorial Division or Market Division Along Product Lines; Allocation of Customers
- D. Combinations and Conspiracies in Restraint of Trade
- E. Intra-enterprise and Intra-corporate Conspiracies
- F. Antitrust Dangers Arising from Membership in Trade Associations

Monday Afternoon, October 13

Resale Price Maintenance, Price Fixing, Market Division, Etc.

- A. Agreements to Fix Prices
- B. "Simple" Refusals to Deal
- C. Pressures to Maintain Resale Prices
- D. Requirement of Coercion
- E. Consignments
- F. Arguments Favoring Resale Price Maintenance
- G. Arguments Against Resale Price Maintenance

***Following class on Monday,
there will be a welcoming reception in
The Hall of Flags at The Center for
American and International Law***



Tuesday Morning, October 14

Handling a Criminal Antitrust Investigation

Legal Ethics/Professional Responsibility Considerations in Antitrust Practice (10:30 a.m. - 12:30 p.m.)

Tuesday Afternoon, October 14

Monopolization, Conspiracies, and Attempts to Monopolize Under Section 2 of the Sherman Act; Problems of Size, Market Power, and Predatory Conduct; The Trinko Case

- A. Monopoly Power Criteria
- B. Relevant Market Determination
- C. Proof of Monopolization
- D. "Thrust Upon" and Other Defenses
- E. Conspiracy to Monopolize
- F. Attempt to Monopolize
- G. "Shared Monopoly" Theories
- H. Remedies

The State Action Exemption, Municipal Liability, and Other Exemptions

- A. State Action Exemption
- B. Municipal Liability After Town of Hallie
- C. Other Exemptions

Wednesday Morning, October 15

Group Boycotts and Refusals to Deal

- A. Horizontal Agreements
- B. "Vertical" Boycotts
- C. "Noncommercial" Boycotts

Restricting Competition on Distribution; Permissible Restraints on Dealers, Franchisees, and Customers

- A. Exclusive Territorial Arrangements
- B. Primary Responsibility Provisions
- C. Limitations on the Location of a Distributor's Place of Business
- D. Miscellaneous Customer Restrictions
- E. Tie-in Sales
- F. Exclusive Dealing Agreements

Wednesday Afternoon, October 15

***Restricting Competition on Distribution, Etc. (cont.)
Questions on Distribution***

Thursday Morning, October 16

Mergers and Acquisitions Under the Clayton Act

- A. Applicable Statutory Provisions
- B. Concurrent Jurisdiction of Department of Justice and Federal Trade Commission; Coordination Arrangements; Pre-merger Notification
- C. Classification and Types of Mergers and Acquisitions: Horizontal, Vertical, and Conglomerate
- D. Important Decisions and Elements of Violation; Merger Guidelines
- E. Significant Features of Recently Filed Cases

Thursday Afternoon, October 16

Antitrust Problems in the Establishment of Joint Ventures

- A. Standards for Determining Validity of Joint Ventures Under the Sherman and Clayton Acts
- B. Specific Antitrust Problems in the Establishment and Operation of Domestic Joint Ventures
- C. Specific Antitrust Problems in the Establishment and Operation of Foreign Joint Ventures

Price Discrimination Under the Robinson-Patman Act

- A. Background of Robinson-Patman
- B. Elements of a Robinson 2(a) Violation
- C. Outline of Defenses
- D. Cost-Justification of Defense
- E. Meeting Competition Defense
- F. Buyer Liability Under Section 2(f)
- G. Dummy Brokerage Under Section 2(c)
- H. Criminal Sanctions Under Section 3



Friday Morning, October 17

Price Discrimination Under the Robinson-Patman Act (cont.)

Discrimination in Allowances and Services Under Sections 2(d) and 2(e)

- A. Elements in Section 2(d) and 2(e) Violations
- B. Buyer Liability for Inducing Discriminatory Allowances and Services

"I liked the way the professor put every case in context before explaining the whole thing."

- 2007 Participant



General Information

The Center for American and International Law

“This has been an excellent program. It’s a great foundation in antitrust law.”

“Thorough coverage of the subject matter; practical information.”

“Excellent presentations and explanations.”

- 2007 Participants

THE VENUE - This program will be held in the headquarters of The Center for the American and International Law, 5201 Democracy Drive at Legacy Park in Plano, Texas. Our home contains educational and conference facilities, including several multipurpose classrooms and an auditorium/courtroom.

DIRECTIONS TO THE CENTER FOR AMERICAN AND INTERNATIONAL LAW

- For a detailed map and directions, please visit www.cailaw.org or call 972.244.3400.

HOUSING - The cost of housing is not included in the tuition. However, rooms (in limited number) have been reserved at the Embassy Suites, 7600 John Q. Hammons, Frisco, TX, 75034. Call 972-712-7200 or 1-800-921-1443 or you can make your room reservation online at www.cailaw.org. A reduced room rate of \$145.00 (+ 13% Occupancy tax) is available if you advise the hotel that you are attending the Antitrust Law Conference. The last day to obtain this special rate is September 17, 2008.

NONDISCRIMINATION POLICY - The Center for American and International Law does not discriminate on the basis of race, sex, sexual orientation, color, religion, national origin or ancestry, age or handicap educational programs and activities.



THE CENTER FOR AMERICAN
AND INTERNATIONAL LAW

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**PAYMENT MUST
ACCOMPANY
REGISTRATION.****CONFIRMATIONS
WILL BE SENT TO
ALL REGISTRANTS.****CANCELLATION**

Written cancellation
must be received by
September 29, 2008.
(Email cburkel@cailaw.org).
After these dates, no
refunds, but substitution
of attendees for this
program will be permitted.
Registrants not entitled to
a refund will receive the
course materials.

MCLE CREDIT

This course has been
approved by the State Bar
of Texas for 27 hours,
including 2 hours of ethics.
Sign-in sheets and/or cer-
tificates of attendance will
be available for ALL states.

- Non-Member tuition \$995 (\$1,045 if received after September 29, 2008).
- Members of The Center for American and International Law - tuition \$945 (\$995 if received after September 29, 2008).
- I wish to order the recommended textbook for this course and enclose an additional \$75.

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Register TODAY!
Antitrust Law
October 13-17, 2008

**27 HOURS OF MCLE CREDITS INCLUDING
2 HOURS OF ETHICS AVAILABLE**