



Antitrust Policy

It is the policy of Leading Age Virginia (the "Association") and its members to conduct the operations of the Association in compliance with federal and state antitrust laws. This antitrust policy prohibits any discussions which constitute or imply an agreement or understanding that restricts competition. In furtherance of the goals of this policy, the following principles shall be observed:

- Neither LeadingAge Virginia nor any committee, network, task force, foundation, or activity of the Association shall be used for the purpose of bringing about or attempting to bring about any understanding or agreement, written or oral, formal or informal, expressed or implied, among two or more Association members that may prevent or discourage competition with regard to prices or terms and conditions of contracts for services or products or other issues addressed below. Therefore, discussions and exchanges of information about such topics between competitors shall not be permitted at LeadingAge Virginia meetings or other activities.
- There shall be no discussions among Association members about allocating or dividing geographic or service markets, customers, or suppliers.
- There shall be no discussions among members at any Association meeting or event concerning the prices paid by Association members to vendors nor prices charged by Association members for services or products offered by such members.
- There shall be no discussion among members regarding employment costs or approaches to hiring in relation to employee compensation and benefits.
- There shall be no discussions among Association members about discouraging entry into, or competition in, any segment of the marketplace for aging services.
- Competitors can discuss the policies or practices of suppliers and other third parties, but they must never threaten directly or indirectly to act jointly to enforce changes to those policies or practices or agree with one another not to deal with certain suppliers or others.
- Certain activities of LeadingAge Virginia and its members are deemed protected from antitrust laws under the First Amendment right to petition the government. The antitrust exemption for these activities, referred to as the Noerr-Pennington Doctrine, protects ethical and proper actions or discussions by members designed to influence: 1) legislation at the national, state, or local level; 2) regulatory or policy-making activities (as opposed to commercial activities) of a governmental body; or 3) decisions of judicial bodies. However, the exemption does not protect actions constituting a "sham" to cover anticompetitive conduct.
- Speakers at committees, board meetings, or other business meetings of LeadingAge Virginia should be informed that they must comply with LeadingAge Virginia's antitrust policy in the preparation and the presentation of their remarks. Meetings should follow a written agenda approved in advance by LeadingAge Virginia or its legal counsel.
- Reporting on, and general discussion of non-confidential, publicly available information about the above topics is permitted, as long as the reporting or subsequent discussion does not suggest a common response.

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- Minutes shall be prepared after the meetings of the Board of Directors or any subset thereof (e.g., Finance and Governance committees) to provide a concise summary of important matters discussed and actions taken or conclusions reached.
- All surveys to collect information about members' business practices related to purchasing and employee compensation and benefits are reviewed in advance by legal counsel, and the results are reviewed by legal counsel before distribution outside of the Association.

During informal discussions at the site of any LeadingAge Virginia meeting all participants are expected to comply with the requirements of this Policy. If the conversation among participants at a LeadingAge Virginia meeting turns to antitrust-sensitive issues, participants should discontinue the conversation until legal advice is obtained, or else leave the meeting immediately.