

GUIDELINES FOR CONDUCTING PPTA MEETINGS

The business meetings of the PPTA are necessary to further the Association's legitimate goals. Because the PPTA, like other trade associations, is by definition a combination of competitors, its meetings must be conducted to avoid even the appearance that members are taking common action, which might unreasonably restrain trade. The most conservative approach to antitrust issues is suggested due to the potential fines associated with and costs of defending against antitrust challenges.

1. Each meeting of the Association must be conducted according to the by-laws and pursuant to notice and a written agenda.
2. The notice of the meeting and the written agenda must be sent in advance of the meeting to every person who will attend.
3. The notice and agenda must be specific enough to alert members and the staff to matters that may raise legal questions for which the advice of counsel may be sought prior to the meeting.
4. All meetings must be conducted strictly in accordance with the agenda. The Chairman and each member have the responsibility to prevent discussion of a subject of doubtful legality.
5. Minutes must be kept of all meetings, which accurately report actions, if any, that were taken at the meeting. Do not hold "off the record" discussion at a business meeting of the PPTA.
6. Do not discuss or exchange information relating to any topic with competitive significance, such as (a) commercial or marketing strategies or similar proprietary company-specific information; (b) company-specific prices or any elements of price or pricing policies, including costs or discounts; (c) sales or production quotas; (d) current or future price increases or decreases; (e) "fair" profit levels; (f) production capacity or inventory levels; (g) market shares; (h) boycotting firms, products or services; (i) limiting or excluding anyone from manufacture or sale; (j) allocation of markets, customers or suppliers; (k) refusal to deal with a corporation or industry because of its pricing or distribution practices; (l) efforts to control, exclude or monitor competitive strategies.
7. Prohibited subjects should not be discussed at less formal social gatherings that may occur in conjunction with the Association meeting.
8. There should never be an informal or "rump" session at Association meetings. All discussions should be held as part of the formal meeting for which there is an agenda and for which minutes will be kept.

9. All meetings should be conducted in such a manner that members are afforded an adequate opportunity to present their views.
10. If included in the agenda for a meeting, the following general subjects are among those permitted for discussion under established Association guidelines: (a) general industry or economic trends; (b) advances or problems in relevant technology or research; (c) more effective methods or purchasing, manufacturing or marketing; (d) management education/training; (e) industry relations with local, state and federal governments; (f) experiences and developments in employment relations; (g) legal issues facing the industry and Association members.
11. Discussions of standards, certification, and statistical gathering and reporting should be cleared with the Association's counsel before being placed on any agenda.
12. Association members should never be coerced into taking part in Association activities, at meetings or elsewhere.
13. PPTA policy requires the attendance of a staff member from the Association at all official business meetings.
14. Maintain the confidentiality of all discussions that occur at Plasma Protein Therapeutics Association meetings and ensure that meeting minutes accurately reflect and summarize those discussions without revealing the individual position of any company. Nothing shall prohibit any member company from expressing its individual view on a particular issue.

June 2003