

**THE CENTER FOR  
AMERICAN AND INTERNATIONAL LAW**  
(formerly The Southwestern Legal Foundation)

*presents the*

**38TH ANNUAL SHORT COURSE ON**

# ANTITRUST LAW

*Featuring*

Thomas E. Kauper

Among last year's comments...

Professor Kauper's program is nothing short of phenomenal. This is clearly one of the best CLE courses I've taken, if not the best.

**NOVEMBER 11-15, 2002**

at the new headquarters of

**The Center for  
American and International Law**  
in the Dallas Metroplex

**38TH ANNUAL SHORT COURSE ON  
ANTITRUST LAW**

**NOVEMBER 11-15, 2002**

**AT THE CENTER FOR AMERICAN AND INTERNATIONAL LAW  
5201 DEMOCRACY DRIVE ♦ PLANO, TEXAS 75024**

This intensive short course on antitrust law is designed to provide an understanding of the Sherman, Clayton, Robinson-Patman, and Federal Trade Commission acts and to furnish guidelines for counseling on antitrust problems of both large and small enterprises. Emphasis is placed on practical problems of corporate compliance and avoidance of costly antitrust litigation. Also considered are problems concerning relationships with competitors, suppliers, dealers, and customers, as well as treble-damage actions.



**FACULTY**

**Instructor: PROFESSOR THOMAS E. KAUPER**  
**Henry M. Butzel Professor of Law**  
**The University of Michigan Law School**  
**Ann Arbor, Michigan**

Thomas E. Kauper is the Henry M. Butzel Professor of Law at the University of Michigan Law School, Ann Arbor. He holds A.B. and J.D. degrees from the University of Michigan. From 1960 to 1962, Professor Kauper served as law clerk to Associate Justice Potter Stewart of the Supreme Court of the United States. For the next two years, he was associated with the firm of Sidley and Austin in Chicago, Illinois. He 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 in charge of the Antitrust Division, U.S. Department of Justice, and continued in that post until 1976, when he again returned to Ann Arbor. In 1971, he served as Executive Director of the National Institute for Consumer Justice. 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 Wednesday Morning, November 13, on the  
topic of Handling a Criminal Antitrust Investigation.**

**Gary R. Spratling**  
**Gibson, Dunn & Crutcher**  
**San Francisco, California**  
**Former Deputy Assistant Attorney General**  
**Antitrust Division, U.S. Department of Justice**  
**Washington, D.C.**

## MONDAY MORNING, NOVEMBER 11

### 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, NOVEMBER 11

### PRICE FIXING, MARKET DIVISION, ETC. (CONT.)

#### RESALE PRICE MAINTENANCE

- 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**

**AT**

**THE CENTER FOR AMERICAN AND INTERNATIONAL LAW**

## TUESDAY MORNING, NOVEMBER 12

### GROUP BOYCOTTS AND REFUSALS TO DEAL

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

## **TUESDAY MORNING, NOVEMBER 12 (CONT.)**

### **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

## **TUESDAY AFTERNOON, NOVEMBER 12**

### **RESTRICTING COMPETITION ON DISTRIBUTION, ETC. (CONT.) QUESTIONS ON DISTRIBUTION**

## **WEDNESDAY MORNING, NOVEMBER 13**

### **HANDLING A CRIMINAL ANTITRUST INVESTIGATION LEGAL ETHICS/PROFESSIONAL RESPONSIBILITY CONSIDERATIONS IN ANTITRUST PRACTICE (11:00 A.M. - NOON)**

## **WEDNESDAY AFTERNOON, NOVEMBER 13**

### **MONOPOLIZATION, CONSPIRACIES, AND ATTEMPTS TO MONOPOLIZE UNDER SECTION 2 OF THE SHERMAN ACT; PROBLEMS OF SIZE, MARKET POWER, AND PREDATORY CONDUCT**

- 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

## **THURSDAY MORNING, NOVEMBER 14**

### **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, NOVEMBER 14

### 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, NOVEMBER 15

### 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

## COURSE SCHEDULE

**Registration and Classes:** On-site registration will be held at The Center for American and International Law, 5201 Democracy Drive, Plano, Texas, beginning at 8:30 a.m. on Monday, November 11. Advance registrations should be sent to The Center for American and International Law, P. O. Box 830707, Richardson, Texas 75083-0707.

Classes will meet daily at the Center. Except for the Monday morning session on November 11, which will begin at 9:00 a.m., morning sessions will start at 8:30 a.m. and end at 12:00 noon. All afternoon sessions will begin at 1:30 p.m. and conclude at 5:00 p.m. There will be two fifteen minute breaks during each morning and each afternoon session. Classes end at 12:00 noon on Friday, November 15.

**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, 5th edition, 1997). This book may be ordered through the Center by marking the appropriate space on the course registration form in the back of this brochure.

If you register for the course and order the textbook on or before October 16, 2002, the book with suggested reading assignments will be mailed to you in advance. Books for those persons registering and placing their book orders after October 16 will be held for pickup at the Center on the first day of class.

From a recent participant ...

This was the very best CLE I have ever attended.  
Professor Kauper is without peer.

# A NEW VENUE... FOR THIS LONGSTANDING PROGRAM

This year, the Short Course on Antitrust Law will be held in the brand new headquarters of the Center for American and International Law. Our state of the art educational center is located at 5201 Democracy Drive in Plano, Texas. For a more detailed map and directions, please visit our website at [www.cailaw.org](http://www.cailaw.org). We hope you will join us for this extraordinary program and that you will help us break in our new building.

YOU WILL BE  
MEETING  
HERE



We have reserved a block of rooms at the Doubletree Hotel, which is located just 4 blocks from the Center. Our special rate for this upscale hotel is \$119. Free shuttle service will be provided between the hotel and the Center. We have also reserved rooms at the nearby Candlewood Suites at \$69. Shuttle service is not provided and this hotel offers fewer amenities. The Center is equipped with a business office so that you can make calls, send and receive faxes and utilize your laptop computers near the classroom.

## DIRECTIONS TO 5201 DEMOCRACY DRIVE, PLANO...

### FROM DFW AIRPORT

Take the North Airport exit. Take 121 North and go approximately 18.5 miles to Legacy Drive. Turn right on Legacy Drive and go 1.5 miles to Parkwood Blvd. Turn right on Parkwood Blvd. and go .4 mile to Tennyson Parkway. Turn left on Tennyson Parkway and go .5 mile to Democracy Drive. We are on the right, on the corner of Democracy Drive and Tennyson Parkway.

### FROM DOWNTOWN DALLAS

Go north on the Dallas North Tollway. Take the Spring Creek Parkway/Tennyson Parkway exit and drive north on the Dallas North Tollway frontage road. Go through the first stop light and turn right at the next stop light (Tennyson Parkway). Proceed east on Tennyson for .7 mile, and we are on the right, at the corner of Tennyson Parkway and Democracy Drive.

**PLEASE VISIT OUR  
WEBSITE AT:  
[www.cailaw.org](http://www.cailaw.org)**

**REGISTRATION FORM**  
**38TH ANNUAL SHORT COURSE ON**  
**ANTITRUST LAW**  
**NOVEMBER 11-15, 2002**

**Mail or fax to:**

Registrar

The Center for American and International Law

P. O. Box 830707

Richardson, Texas 75083-0707

Phone: 972.699.9501

Fax: 972.699.3870

E-mail: [cburkel@cailaw.org](mailto:cburkel@cailaw.org)

Q I wish to register for the program - tuition \$995 (\$1045 if received after October 25).

Q I am a member of The Center for American and International Law and wish to register for the program - tuition \$945 (\$995 if received after October 25).

Q I wish to order the recommended textbook for this course and enclose an additional \$49.

Name \_\_\_\_\_

Firm/Organization \_\_\_\_\_

Mailing Address \_\_\_\_\_

City/State/Zip/Country \_\_\_\_\_

Telephone \_\_\_\_\_ Fax \_\_\_\_\_

E-Mail \_\_\_\_\_

**PAYMENT INFORMATION**

Q Check enclosed payable to The Center for American and International Law

Q Please charge:



Card Number \_\_\_\_\_ Exp. Date \_\_\_\_\_

Name on Card \_\_\_\_\_

Billing Address (if different from address above) \_\_\_\_\_

Signature \_\_\_\_\_

# GENERAL INFORMATION

## HOUSING ACCOMMODATIONS

The cost of housing is not included in the course registration fee. However, rooms (in limited number) have been reserved at two nearby hotels, the Doubletree Hotel and Candlewood Suites, for persons attending the course. For the Doubletree, contact the hotel directly (7120 Dallas Parkway, Plano, Texas, 75024, Phone: 972/473-6444, [www.doubletree.com](http://www.doubletree.com)). A reduced room rate of \$119 is available if you advise the hotel that you are attending the Short Course on Antitrust Law. The last day to obtain the special rate is October 10, 2002. For Candlewood Suites, contact the hotel directly (4701 Legacy Drive, Plano, Texas 75024, Phone: 972.618.5446, [www.candlewoodsuites.com](http://www.candlewoodsuites.com)). A reduced rate of \$69 is available if you advise the hotel that you are attending the Short Course on Antitrust Law. The last day to obtain the special rate is October 10, 2002.

**NOTE:** Shuttle service to our building, where classes will be held, is provided by the Doubletree but not by Candlewood Suites.

## CANCELLATION

Tuition, less a fifty dollar (\$50) handling charge for each registration, will be refunded upon written cancellation of registration received not later than November 4, 2002. Cancellations received after this date are not refunded, but substitutions are welcome.

## MCLE CREDIT

MCLE credit is being requested from the State Bar of Texas for 26.50 hours, including 1.00 hour of Ethics. Sign-in forms and/or certificates of attendance will be available for ALL states.

## NONDISCRIMINATION POLICY

It is the policy of The Center for American and International Law that no person, on the basis of race, sex, color, religion, national origin or ancestry, age, or handicap, shall be discriminated against in educational programs and activities, scholarship programs, or admissions.

## ***THE CENTER FOR AMERICAN AND INTERNATIONAL LAW***

**P. O. Box 830707**

**Richardson, TX 75083-0707**

**[www.cailaw.org](http://www.cailaw.org)**



Nonprofit Organization  
U.S. Postage  
PAID  
Permit No. 3778  
Dallas, Texas

**PLEASE NOTE:** The Center for American and International Law uses a variety of outside mailing lists. If you receive a duplicate of this announcement, please pass it along to an interested colleague.