The purpose of this bibliography is to provide practitioners with a list of antitrust compliance resources that includes books and treatises, articles, speeches by enforcers, and website links. While the primary focus is on the United States, the Committee has also included resources for international compliance efforts. A brief description of each source is provided to help practitioners decide what sources might be most useful.

Books and Treatises

ABA Section of Antitrust Law, Antitrust Compliance: Perspectives and Resources for Corporate Counselors (2005)

Comprehensive manual on antitrust compliance and training issues published by the Corporate Counseling Committee of the Antitrust Section of the ABA. The manual includes sections on designing effective compliance programs, antitrust training (live and online), elements of antitrust compliance programs, antitrust audits and international antitrust compliance. The manual also includes examples of antitrust compliance and training presentations, sample compliance programs for several major corporations, and examples of antitrust guidelines for a variety of activities.

- Antitrust Compliance: Perspectives and Resources for Corporate Counselors (2005) Table of Contents


Detailed treatise on corporate legal compliance. While not aimed specifically at the antitrust practitioner, this treatise is applicable to antitrust compliance issues and does include a chapter addressing antitrust liability and compliance. The treatise covers a broad range of topics, with sections discussing the law of corporate compliance, general principles of compliance programs, effective compliance programs under the Federal Sentencing Guidelines, issues of privilege and waiver of privilege, conducting internal investigations, the design of compliance programs and compliance training. The treatise also includes a CD ROM that contains related cases, statutes, regulations, policies, forms and presentations. This publication is a loose-leaf service and is periodically updated.

- Corporate Legal Compliance Handbook Table of Contents

William M. Hannay, Designing an Effective Antitrust Compliance Program, 11 Corporate Compliance Series (Thompson/West 1996 & updates)
Detailed guide on the effective design of compliance programs. It includes a background on the applicable law and common violations, then turns to the details necessary for the establishment of a program. The publication includes sections on selecting experienced antitrust counsel, selling compliance to management, sentencing guidelines, written policies, training programs for employees, and internal and formal audits. Also included are an appendix of helpful forms and exhibits. The publication touches on European Union competition law as well as United States law.

- Designing an Effective Antitrust Compliance Program Table of Contents

Jeffrey M. Kaplan, Joseph E. Murphy & Winthrop M. Swenson, Compliance Programs and the Corporate Sentencing Guidelines (Thompson/West 2005)

Detailed treatise on the Federal Sentencing Guidelines and compliance programs. The publication includes extensive background on the history and the development of the Sentencing Guidelines. It also includes sections on establishing compliance programs, issues of privilege and waiver of privilege, codes of conduct, training, auditing and monitoring, whistleblowers, conducting internal investigations, employee discipline, and the use of compliance programs in court and to avoid prosecution. Appendices include United States Sentencing Commission Guidelines Manual: Sentencing of Organizations; a model compliance plan and tables of cases and statutes.

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Manual 2 - DaimlerChrysler Corporation: Corporate Guide for Antitrust Compliance

Manual 3 - General Motors Corporation: Compliance Manual/Fair Competition

Manual 4 - Groupe Michelin: Competition Law Compliance in the European Union


Manual 6 - ReynoldsAmerican: Guide for Compliance with the Antitrust Laws


Manual 8 - The Coca-Cola Company: North America Antitrust Law
Compliance Handbook


Part III—Antitrust Compliance Presentations and Other Resources

Resource 1 - Fundamentals of U.S. Antitrust Law Presentation #1

Resource 2 - Fundamentals of U.S. Antitrust Law Presentation #2

Resource 3 - Legal Stuff Made Easy: Antitrust Basics Presentation and
Active Listener Outline

Resource 4 - U.S. Antitrust Law & Trade Regulation FAQs Handout

Resource 5 - Fundamentals of Canadian Competition Law Presentation

Resource 6 - European Union Competition Law: Script from a Video
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Resource 7 - European Union Competition Law Sample Training Scenarios
and Trainer Guide

Resource 8 - Antitrust Law Top Ten List

Resource 9 - Do’s and Don’ts for Trade Association/Conference Speakers Presentation

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On April 30, 2004, the United States Sentencing Commission formally presented amendments to the Organizational Sentencing Guidelines (the "Guidelines") that are used to direct judges in determining penalties for corporate criminal law violations, including criminal antitrust offenses. The amendments include significant changes to the federal sentencing Guidelines for organizations, which include corporations, partnerships, associations, joint stock companies, unions, trusts, pension funds, unincorporated organizations, governments, and non-profit entities.

Donald I. Baker and Mary J. Houle, Using the Results of an Antitrust Audit to Educate the Corporate Team, 59 ANTITRUST L.J. 971 (1990-1991)

Mr. Baker and Ms. Houle review how to effectively use the results of an antitrust audit to help corporate employees on the "entrepreneurial firing line" recognize and help prevent antitrust risks. The article discusses five critical recommendations for compliance programs: (1) educational presentations should be interesting and practically oriented; (2) sensitive documents should be used carefully to avoid waivers of the attorney-client privilege; (3) use of documents should be tailored to provide specific messages to different types of employees; (4) "hot" documents, although highly effective in conveying educational messages, should be used with special care when used in a compliance program; and (5) results of an "involuntary" antitrust audit should be integrated into a compliance program, because they often provide highly relevant and timely illustrations of real antitrust risks faced by a company and its employees.

Kiran S. Desai, Antitrust Compliance Programs, EUROPEAN ANTITRUST REVIEW 2005

Ms. Desai discusses the role of compliance programs when dealing with EU law. The article covers how to implement an effective program, train employees, manage electronic information, and handle investigation and 'dawn raids.' Desai also provides a checklist for the creation of an antitrust compliance program.

This law review article presents a detailed analysis of corporate criminal liability. Much attention is paid to how a compliance program may act as a defense in both criminal and civil cases, at several levels: initial negotiation, the trial, and in sentencing. The article also discusses the downside of corporate compliance programs, including liability issues and the discoverability of compliance documents.


Mr. Halfpenny discusses both the antitrust penalties and how to prevent violations in the first place. In particular, he stresses the importance of educating the workforce that even seemingly innocuous conduct may be prohibited. Halfpenny also discusses what items should be in an effective corporate antitrust compliance manual.

The Importance of an Effective Antitrust Compliance Program, ANTITRUST COMPLIANCE ADVISORY (July 2002)

This article stresses that antitrust law is not only applicable to big companies and mergers and acquisitions. Even smaller companies should focus on effective compliance with the law. The article discusses how to implement an effective program, as well as some important "dos" and "don'ts."

Michele Lee, Building an Effective Antitrust Compliance Program: International and Cultural Challenges, ANTITRUST COMPLIANCE BULLETIN (March 2006)

Ms. Lee discusses the importance of multinational corporations designing compliance programs that satisfy the laws in multiple jurisdictions. The article also discusses how companies can avoid creating or perpetuating a corporate culture of "risky" behavior.

Barry J. Lipson, Adopting an Effective Antitrust Compliance Program, 3 NO. 16 LAWYERS J. 5 (August 10, 2001)

This article discusses the importance of adopting a compliance program. In particular, trade association activities should be monitored and employees should be warned that their trade association dealings must be in compliance with corporate rules as well. Lipson also discusses the need to evaluate each of a company's trade association relationships to determine whether to continue membership; the same analysis should be undertaken when deciding whether to join a
new association. Before allowing employees to participate in any association activities, they should be required to participate in in-house training, along with periodic refresher courses.

**Mistakes to Avoid When Establishing Your Own Corporate Compliance Program, Preventing Business Fraud (January 2000)**

This article provides a "top ten" list of pitfalls that can arise when designing and implementing a compliance program. Topics covered include anticipating future issues, measuring effectiveness, and properly staffing compliance programs.

**Sheppard Mullin Richter & Hampton LLP, Does Your Corporate Antitrust Compliance Program Need to Be Amended? (February 7, 2004)**

This article discusses the 2004 amendments to the Organizational Sentencing Guidelines, and how they should impact a corporate antitrust compliance program. The authors suggest that companies should incorporate the specific criteria under the guidelines for an "effective program" to combat illegal conduct. The article provides an overview of the criteria and recommends that companies review their programs regularly to keep up to date on any new changes in the guidelines.

**Joseph E. Murphy, Surviving the Antitrust Compliance Audit, 59 ANTITRUST LAW JOURNAL 953 (1991)**

This article discusses the potential risks associated with conducting a compliance audit, along with techniques and strategies for minimizing those risks. Murphy provides a list of eighteen tips for surviving an audit.

**Joseph E. Murphy, An FTC View of Compliance Programs: Good Faith Efforts Can Mean No Penalties, 4 CORPORATE CONDUCT QUARTERLY 53 (1996)**

In this article, Mr. Murphy recounts a discussion he had with the FTC's Assistant Director of the Bureau of Competition about the FTC's view of compliance programs. The article discusses the FTC’s attitude towards corporate voluntary self-policing, including several examples.
Terrence T. Murphy, The New Standard for Compliance and Corporate Ethics Training: Leveraging the Power of the Internet to Deploy an Effective Program, 6/02 METRO. CORP. COUNS. 40 (2002)

The author discusses using the internet as a tool to train employees on antitrust compliance. Putting the training platform on the internet can help ensure that even the busiest employees can make room in their schedules to receive the training. Furthermore, internet training allows employees to learn at their own pace, and permits corporate tracking of training. Murphy also makes the point that the availability of internet-based compliance training has raised the bar of what is expected of corporate compliance programs.


This brief guide provides guidance on how the UK's Office of Fair Trading (OFT) applies the country's competition law. It also reviews the four elements of a compliance program the OFT believes are necessary to be effective.

On-Line Antitrust Compliance Training: The ABCs and the XYZs, ANTITRUST SOURCE (July 10, 2003)

This is a roundtable discussion among several in-house counsel and three online compliance training program vendors. The vendors discuss the highlights of their respective programs. This is a good overview of the types of technology available to companies seeking to implement an up-to-date online compliance program.

Harvey I. Saferstein and John Anthony Chavez, The Practical Aspects of Corporate Antitrust Compliance Programs, 1291 PLI/CORP 659 (2002)

The authors discuss the pro and cons and other challenges that are inherent in any antitrust compliance program in this lengthy article. The authors analyze the effect of compliance programs on the sentencing guidelines. The article includes an appendix of helpful DOJ articles and policy updates.
Speeches


Mr. Griffin, former Deputy Assistant Attorney General for the Antitrust Division at the DOJ, discusses common attributes of international cartels. In particular, Mr. Griffin addresses the importance of a corporate compliance program in preventing cartels and other illegal activities, as well as providing a means of "early detection" of improper conduct. Furthermore, Mr. Griffin encourages compliance program directors and inside auditors to learn about the common characteristics of cartels in order to monitor compliance effectively.


Professor Kolasky, then Deputy Assistant Attorney General for the Antitrust Division at the DOJ, discusses the need for effective compliance programs. He details the Division's Criminal Enforcement Program, as well as the common characteristics of multinational cartels. His speech includes some strategies for designing a good compliance program and important red flags practitioners should look for when auditing or counseling a client.
Antitrust Compliance Policy Statements and Programs

- The American Institute of Architects, Antitrust Compliance Statement and Procedures (September 2002)
- Entertainment Merchants Association, EMA Antitrust Compliance Guidelines
- CableLabs Antitrust Compliance Manual
- National Association of Store Fixture Manufacturers, Antitrust Compliance Program
- Retail Packaging Association, Antitrust Compliance Policy and Guidelines
- Securities Industry Association Antitrust Compliance Procedures
- Society of Petroleum Engineers, Antitrust Compliance Policy Statements
- TAPPI, Antitrust Policy and Compliance Procedures
Other Information

Companies Offering Compliance Training Programs

- Integrity Interactive Corporation
- LRN
- WeComply, Inc.

Other Useful Websites

- Society of Corporate Compliance & Ethics

Includes various resources relating to compliance program work, including copies of the Sentencing Guidelines, the Thompson Memo and the Caremark case, as well as compliance program related standards and guidance from around the world.