

# **LINARO COMMUNITY PROJECTS ANTITRUST COMPLIANCE POLICY**

## **I. Introduction**

Because Linaro Community Projects (“**Project/s**”) Members will include competitors, these activities are subject to antitrust laws and it is important to be able to identify conduct that raises concerns under antitrust laws and be sure that antitrust risks are avoided.

All Project activities should be conducted strictly in accordance with all relevant antitrust laws. A Project will not be involved in the competitive business decisions of its Members nor will it take or support any action that could have a restrictive effect on competition in violation of antitrust laws.

## **II. Membership and participation policies**

The requirements for Project Membership and participation should be transparent, proportionate and non-discriminatory, and based on objective standards.

- Decisions about allowing particular entities to join or participate should not be based, in whole or in part, on the competitive or commercial interests of other actual or potential Members. The commercial interests of the Members should never be part of any discussion of actual or potential Membership or participation by other firms.
- Membership and participation should not be conditioned on past or future competitive commercial behaviour by the prospective Member or participant.
- Any denial of a right to join or participate by any person or entity should be subject to a formal appeal process to the Governing Board.

## **III. Meetings and communications**

Members should avoid discussing topics that are unrelated to a Project or its purposes. These guidelines apply equally to formal meetings and social gatherings.

- Members and their representatives must not discuss with others their pricing policies, terms or conditions of sale, distribution, production, customers, credit terms or marketing practices or any other commercially sensitive information.
- There should be no communications regarding individual company dealings with suppliers or customers.
- The group should not act to restrict any entity from gaining access to a market or customer or from freely purchasing or selling products or services, nor should it discuss any such actions.
- Discussions among Members of business or competitive issues in social groups or otherwise outside the meeting itself should be avoided.

## **IV. Standard setting activities**

To the extent that Members develop and implement standards (recommended protocols, solutions, methods, configurations of products, etc.), compliance with such standards is voluntary.

- Members should not be compelled, directed or coerced to refrain from innovation (either inside or outside of any agreed upon standards) by a Project's committees or Working Groups, or its individual Members.
- Any standards or specifications developed or approved by the Members should be based solely and exclusively upon technical considerations and the merits of objective expert judgments and thorough evaluation procedures. Such standards or specifications should in no way be based upon any effort, intention or purpose of any Member or combination of Members to reduce or eliminate competition in the sale, supply or furnishing of products or services.
- No single Member or any combination of its Members should impose special sanctions for the violation of standards or specifications developed, promulgated, recognised or approved by a Project.

These are general guidelines, and each Member should consult with its own legal counsel on issues related to participation, licensing, IP rights and other competitively sensitive issues raised by its membership of a Project.

## **V. Competition**

Nothing contained in this policy should be construed to prohibit or limit a Member from making, using, selling, marketing, or promoting products that do not embody or make use of a Project's software. Members are not required to exclusively use, announce, or promote a Project's tools or specifications.

In avoidance of doubt, Members remain free to engage in the following conduct:

- design, develop, manufacture, acquire or market competitive software or specifications.
- join or participate in any other associations, including competitive open-source organisations.
- decide whether or not to utilise a Project's developments in their business operations and to what extent.

## **VI. Conduct of Meetings**

Members should make best efforts to adhere to prepared agendas for all Project meetings.

- Members should insist that meeting minutes be prepared and made available to all participants, and object whenever meeting minutes do not accurately reflect the matters that transpired.
- Members should report any violations of this Policy concerning a Project's activities to Linaro's Chief Operating Officer.

This Policy is not intended to be legal advice. Members assume responsibility to provide appropriate legal counsel to their representatives regarding compliance with this policy.