

**National Insulation Association  
Anti-Trust Compliance Policy**

**POLICY:**

Any infraction of anti-trust laws could subject member companies and/or individuals to legal penalties, including possible fines, possible imprisonment, and liability for attorneys' fees.

It is the policy of the National Insulation Association (NIA), its board of directors, officers, and staff, and its active and associate members, to strictly comply with all laws applicable to its conduct, and specifically with federal and state antitrust laws. Compliance with these laws requires obedience both to the letter and spirit of the law.

A basic tenet of NIA's Anti-trust Compliance Policy is that no member shall enter into any understanding, agreement, plan, or scheme, whether express or implied, informal or formal, oral or written, with any competitor with respect to prices, terms or conditions or sale, output, production, distribution, territories, or customers. NIA policy absolutely prohibits any consultation between competitors relating to prices or terms and conditions of sale.

This brief statement is not intended to be a complete statement of all aspects of the anti-trust laws. Members should seek legal advice if they have any questions concerning antitrust law compliance.

**PROCEDURE GUIDELINES:**

1. Always have an agenda, have it reviewed by counsel well in advance of the meeting.
2. Stick to your agenda - do not get into general discussions concerning topics which are not on the agenda.
3. Do record, accurately, the minutes of all committee meetings sponsored by the NIA.
4. Have legal counsel present at any meetings in which information or topics, which may have an anti-trust significance, are likely to be discussed.
5. Retain copies of any and all documents exchanged or relied upon at any committee meeting.
6. Be very careful in language used on any document produced for a committee meeting, including minutes, memos, and letters. Avoid including potentially suspicious phrases in any meeting document such as "please destroy after reading."
7. Never discuss pricing information. This includes prices charged to customers, change in the pricing levels of raw materials, terms and conditions of sales, credit terms used by you or imposed upon you by your suppliers, etc.
8. Do not discuss prospective production plans, allocation of markets, and/or actions aimed at hindering competitors.
9. Do not disparage a competitor's or a supplier's product unless you have specific proof that your statements are correct.
10. Avoid joint ventures and research projects unless you have discussed the matter with counsel with regard to any possible anti-trust problems that may arise out of such ventures.
11. Do not enter into any agreements or understandings with a competitor concerning discounts, terms, or conditions of sales, profits, profit margins, shares of the market, bids, or intents to bid.
12. Do not exclude competing NIA members from any committee.

**Representing the mechanical and specialty insulation industry**

**NIA's 67<sup>th</sup> Annual Convention**  
**Friday, March 17, 2023 | 10:15 a.m. – 12:00 p.m.**  
**Maui Suite 2**

**Union Contractors Subcommittee Meeting Agenda (*Open Only to  
Signatory Contractors of the International Association of Heat & Frost  
Insulators and Allied Workers*)**

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1. Anti-Trust Policy Review, Roll Call, and Introductions
2. Approval of November 2022 Convention Meeting Minutes
3. Discussion with Leaders of the International Association of Heat and Frost Insulators and Allied Workers
  - **Speakers:**
    - Terrence Larkin, General President, International Association of Heat and Frost Insulators and Allied Workers
    - Robert Reap, General Secretary–Treasurer, International Association of Heat and Frost Insulators and Allied Workers
4. Company Challenges
  - Review of the feedback received from members
5. Adjourn

**NIA's 67<sup>th</sup> Annual Convention**  
**Friday, March 17, 2023 | 12:00 p.m. – 12:30 p.m.**  
**Maui Suite 2**

**Union Contractors Committee Meeting Agenda**

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1. Review of Committee Purposes/Objectives/Actions Items
2. Next Meeting: Suggestions for Speaker and Topics
3. Update on NIA Programs and Resources
  - Reminder: If you haven't already, please register for your new username and password to access NIA's new member portal:  
<https://nia.users.membersuite.com/auth/portal-login>
  - NIA's Education Center: Available at [www.niaeducationcenter.org](http://www.niaeducationcenter.org)
  - For the latest updates, follow NIA on LinkedIn and all social media
    - [www.linkedin.com/company/NIAinfo](http://www.linkedin.com/company/NIAinfo)
    - [www.twitter.com/InsulationInfo](http://www.twitter.com/InsulationInfo)
4. *Insulation Outlook* Magazine: Members' Forum to Speak to Engineers
  - We are offering a number of free member sections this year. The next one will be on the technical and product solutions that member companies offer to end users for free.
  - Read the bimonthly *E-News Bulletin* for the latest member news.
  - Visit [www.insulation.org/io/authors](http://www.insulation.org/io/authors) for the 2023 editorial calendar or to participate in an upcoming Q&A. Email [ads@insulation.org](mailto:ads@insulation.org) to personalize your marketing program for 2023.
5. Upcoming Events:
  - April 24–25, 2023  
**NIA's Understanding Mechanical Insulation (virtual)**  
Registration Deadline: April 5, 2023
  
  - April 24–25, 2023 and May 1–2, 2023  
**NIA's Thermal Insulation Inspector Certification (virtual)**  
Registration Deadline: April 5, 2023
  
  - June 13–14, 2023  
**NIA's Insulation Energy Appraisal Program (virtual)**  
Registration Deadline: May 25, 2023
  
  
  - October 25–26, 2023  
**NIA's Fall Summit 2023**  
MGM National Harbor, National Harbor, Maryland

April 17–19, 2024  
**NIA's 68<sup>th</sup> Annual Convention**  
Naples Grande Beach Resort, Naples, Florida

6. Adjourn

**UNION CONTRACTOR COMMITTEE**

**Chairman: John Lamberton, Irex Contracting Group**

**Vice-Chairman: Rick Sutphin, Performance Contracting, Inc.**

Purpose: To promote the growth of industrial and commercial union contractors through education, training, productivity enhancement, and strong union relations.

Key Objectives:

- Increase the share of union contracting in the industrial and commercial insulation industry.
- Maintain continuous close liaison and dialogue with the officers of the International to achieve positive actions and results.
- Assist Union NIA members with programs and solutions that will help them become more productive with their union counterparts and more effective as managers.
- Discuss and analyze key clause, wage, and fringe benefit packages.
- Encourage NIA Union Contractors to support the insulation industry International Apprentice and Training Fund.
- Promote union insulation contractors for membership in NIA.

Actions:

1. Meet with the Union bi-annually to promote and discuss Union/Contractor labor issues.
2. Discuss jointly with the Union productivity guidelines including contractor improvements, good worker practices, and key clause recommendations.
3. Maintain liaison and input to the National Maintenance Agreement.
4. Develop and implement joint programs, when appropriate, with the Merit Contractor Committee.
5. Discuss and work with the International Union to ensure quality and availability of manpower.
6. Encourage NIA Union Contractor members to participate and support the functions of NUICA/LMCT.

**NIA's 2022 Fall Summit**  
**Wednesday, November 2, 2022 | 8:00 a.m. – 9:30 a.m. ET |Aria**

**Union Contractors Subcommittee (*Open Only to Signatory Contractors of the  
International Association of Heat & Frost Insulators and Allied Workers*)  
Meeting Minutes**

**Attendees:**

**Vice Chairman:** Rick Sutphin, Performance Contracting, Inc.  
Rick Baptista, Performance Contracting, Inc.  
Joe Leo, Atlantic Contracting & Specialties, LLC  
Ashley Luse, Luse Thermal Technologies  
Brian Willett, Gribbins Insulation Company, Inc.  
Paul Ainsworth, Energy Insulation Conservation  
Kenny Graves, TBN Associates, Inc.  
David Sandretto, DKB, Inc.  
Luke Wolfe, Brock  
Bill McCaffrey, Irex Contracting Group

**Staff:**

Kristin V. DiDomenico, Vice President

**Counsel:**

Gary Auman, Auman, Mahan & Furry

**Guest:**

Rachel Pinkus, CSIA

**1. Anti-Trust Policy Review, Roll Call, and Introductions**

- R. Sutphin called the meeting to order at 8:02 a.m. He noted that chairman J. Lamberton was not able to attend the meeting.
- The anti-trust was reviewed.

**2. Approval of March 2022 Meeting Minutes**

- R. Sutphin directed the committee to the minutes on the app and in the handout if one was requested.
- With no discussion a motion was made by A. Luse to approve the minutes as presented. That motion was seconded by L. Wolfe.
- With all in favor, and no one opposed the March 2022 minutes were approved as presented.

**3. Presentation: Gary Auman, Legal Insights on Key Contractor Topics**

- G. Auman updated the committee on the following areas:
  - Anti-Trust Issues
  - Non-Compete Agreements

- Current Climate at DOL on Apprenticeship Programs
- Pending Legislation and Rule-Making Regarding Unions
- The Supreme Court on Union Strike Power
- OSHA Update
- Update on the Good Jobs Initiative

#### **5. Adjourn of the Union Contractor Sub-Committee Meeting**

- A motion was made by R. Baptista to adjourn the Union Contractor sub-committee meeting. That motion was seconded by D. Sandretto.
- With all in favor and no one opposed, the Union Contractor sub-committee meeting was adjourned at 9:30 a.m.

**NIA's 2022 Fall Summit**  
**Wednesday, November 2, 2022 | 9:30 a.m. – 10:00 a.m. ET |Aria**

**Union Contractors Meeting Minutes**

**Attendees:**

**Vice Chairman:** Rick Sutphin, Performance Contracting, Inc.  
Rick Baptista, Performance Contracting, Inc.  
Joe Leo, Atlantic Contracting & Specialties, LLC  
Ashley Luse, Luse Thermal Technologies  
Brian Willett, Gribbins Insulation Company, Inc.  
Paul Ainsworth, Energy Insulation Conservation  
Kenny Graves, TBN Associates, Inc.  
David Sandretto, DKB, Inc.  
Luke Wolfe, Brock  
Bill McCaffrey, Irex Contracting Group

**Staff:**

Kristin V. DiDomenico, Vice President

**Counsel:**

Gary Auman, Auman, Mahan & Furry

**Guest:**

Rachel Pinkus, CSIA

**1. Regional Updates**

- Committee members updated each other on work around the country.

**2. Review of Committee Purposes/Objectives/Actions**

- The committee's CPOA was reviewed at the annual meeting and no additional changes were required.

**3. Update on NIA Programs and Improvements**

- K. DiDomenico updated the committee on the new Association Management System, the NIA Education Center, and the fact that the Foundation has officially been established as a 501(c)(3). She encouraged any questions regarding supporting the Foundation.

**4. Insulation Outlook Magazine Update**

- K. DiDomenico updated the committee on the option to volunteer or be interviewed on a topic that could be included as an article in Insulation Outlook magazine.
- She noted that the 2023 Media Kit was available on the website and for questions to email [ads@insulation.org](mailto:ads@insulation.org).

**5. Adjourn**

- The committee meeting adjourned at 10:02 a.m.