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**UNITED STATES OF AMERICA
BEFORE FEDERAL TRADE COMMISSION**

Ohio, with its office and principal place of business located at 441 Vine Street, Suite 3100, Cincinnati, Ohio 45202.

2.

- L. “Notification Date” means the date on which Respondent makes the notification required by Paragraph III.A.3. of this Order.
- M. “Organization Documents” means any documents relating to the governance, management, or direction of the relevant organization, including, but not limited to, bylaws, rules, regulations, Codes of Ethics, policy statements, interpretations, commentaries, or guidelines.
- N. “Prohibited Practice” means Regulating, rest

PROVIDED, HOWEVER, that nothing in this Paragraph II shall prohibit Respondent from adopting and enforcing, or accepting as an Affiliate or maintaining an affiliate relationship with any Affiliate that adopts and enforces, reasonable principles, rules, guidelines, or policies

1. Any revisions of MTNA's Organization Documents, the press release issued by the Commission in this matter, and the FTC Settlement Statement in the next available edition of the "American Music Teacher" magazine; and
 2. The FTC Settlement Statement in the edition of the "American Music Teacher" magazine, or any successor publication, on or as close as possible to the first and second anniversary dates of first publication of the FTC Settlement Statement.
- D. For a period of five (5) years after this Order is issued, distribute electronically or by other means, a copy of the FTC Settlement Statement to each:
1. New Affiliate no later than thirty (30) days after the date the organization becomes an Affiliate;
 2. New Member no later than thirty (30) days after the date of commencement of the membership; and
 3. Member who receives a membership renewal notice at the time the Member receives such notice.
- E. Respondent shall:
1. Immediately terminate any Affiliate that fails to provide an executed Certification no later than one hundred twenty (120) days from the Notification Date and shall not permit the terminated Affiliate to use the phrase "Affiliated with Music Teachers National Association" until such time as the Affiliate provides an executed Certification;

PROVIDED, HOWEVER, that Respondent may allow an Affiliate to file an Extension of Time to provide Respondent an executed Certification no later than than two hundred fifty (250) days from the Notification Date ("Extended Time Period");

PROVIDED FURTHER that if such Affiliate does not provide Respondent the executed Certification within the Extended Time Period, Respondent shall proceed against the Affiliate pursuant to Paragraph III.E.2. of this Order; and
 2. Terminate for a period of one (1) year, no later than one hundred twenty (120) days after Respondent learns or obtains information that would lead a reasonable person to conclude that the Affiliate has, following the date this Order is issued, engaged in any Prohibited Practice; unless, prior to the expiration of the one hundred twenty (120) day period, said Aff

- F. Respondent shall include with the 2014-2015 dues statement sent to each Member a copy of the FTC Settlement Statement.
- G. Respondent shall maintain and make available to Commission staff for inspection and copying upon reasonable notice records adequate to describe in detail any:
 - 1. Action against any Member or Affiliate taken in connection with the activities covered by Paragraph II. of this Order, including but not limited to enforcement, advisory opinions, advice or interpretations rendered; and
 - 2. Complaint received from any person relating to Respondent's compliance with this Order.

IV.

IT IS FURTHER ORDERED that Respondent shall design, maintain, and operate an antitrust compliance program to assure compliance with this Order and the Antitrust Laws:

- A. No later than thirty (30) days from the date this Order is issued, Respondent shall appoint and retain an Antitrust Compliance Officer for the duration of this Order to supervise Respondent's antitrust compliance program.
- B. For a period of three (3) years from the date this Order is issued, the Antitrust Compliance Officer shall be the Chief Executive Officer of Respondent after which a new Antitrust Compliance Officer may be appointed who shall be Antitrust Counsel, a member of the Board of Directors, or employee of Respondent.
- C. For a period of five (5) years from the date this Order is issued, Respondent shall provide in-person annual training to its Leaders and employees concerning Respondent's obligations under this Order and an overview of the Antitrust Laws as they apply to Respondent's activities, behavior, and conduct.
- D. Respondent shall implement policies and procedures to:
 - 1. Enable persons (including, but not limited to, its Leaders, employees, Members, and agents) to ask questions about, and report violations of, this Order and the Antitrust Laws, confidentially and without fear of retaliation of any kind; and
 - 2. Discipline Leaders, employees, and agents for failure to comply fully with this Order.
- E. For a period of five (5) years from the date this Order is issued, Respondent shall:
 - 1. Conduct a presentation at each annual meeting of (i) MTNA, and (ii) the State Presidents Advisory Council, that summarizes Respondent's obligations under

this Order and provides context-appropriate guidance on compliance with the Antitrust Laws; and

2. Provide an antitrust compliance guide to Affiliates to use at each annual meeting of such Affiliates that summarizes Res

- B. To interview officers, directors, or employees of the Respondent, who may have counsel present, regarding such matters.

VIII.

IT IS FURTHER ORDERED that this Order shall terminate on April 3, 2034.

By the Commission.

Donald S. Clark
Secretary

SEAL:

ISSUED: April 3, 2014