



# The Year in Review

Breakfast with the Bureau Directors  
April 20, 2007

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Jeffrey Schmidt  
Director  
Bureau of Competition  
Federal Trade Commission

\*The views expressed do not necessarily reflect those of the Commission



# Merger Enforcement Actions

- Increasing number of merger enforcement actions this year

Fiscal Year	HSR Transactions	Second Requests	Merger Enforcement Actions
2006	1746	28	16
2007 (first 6 months)	983	18	11



# Merger Enforcement Actions

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- Energy
  - Western Refining/Giant Industries
  - Equitable Resources/Dominion Peoples
  - Kinder Morgan/Carlyle Group and Riverstone Holdings
  - Chevron/USA Petroleum
  - EPCO/TEPPCO



# Merger Enforcement Actions

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- Healthcare, Pharmaceuticals, & Medical Devices
  - Barr/Pliva
  - Watson/Andrx
  - Hospira/Mayne Pharma
  - Johnson & Johnson/Pfizer
  - Thermo Electron/Fisher Scientific
  - Hologic/Fischer Imaging
  - Boston Scientific/Guidant



# Merger Enforcement Actions

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- Other Industries
  - SCI/Alderwoods (funeral homes)
  - General Dynamics/SNC Technologies (services used for military ammunition)
  - Boeing/Lockheed Martin (JV in launch services)
  - Linde/BOC Group (industrial gases)



# Pharmaceutical Agreements

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- Warner Chilcott/Barr Labs
  - Agreement between Warner Chilcott and Barr preventing Barr's generic competition – not a patent settlement agreement
  - FTC filed permanent injunction action in November 2005 in federal court challenging the agreement
  - In September 2006, under the threat of a preliminary injunction sought by the FTC, Warner Chilcott waived the exclusionary provision and Barr announced it would enter the generic market
  
- FTC Continues to Investigate Patent Settlement Agreements



# Real Estate

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- Austin Board of Realtors (July 2006)
  
- Real Estate Sweep (October 2006)
  - BC's first ever enforcement sweep
  - Challenged rules in 7 jurisdictions that withheld valuable benefits of the MLSs they controlled from consumers who chose to enter non-traditional listing contracts with discount brokers
  - 6 Consent Orders
  - 1 Administrative Proceeding (Realcomp)



# Other Nonmerger Enforcement

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- Missouri Funeral Board (March 2007)
  - Missouri board defined the practice of funeral directing to include selling funeral merchandise (caskets) to consumers on an at need basis
  - Proposed Order requires the board not to prohibit the sale of caskets or other funeral merchandise by unlicensed persons





# Merger Process

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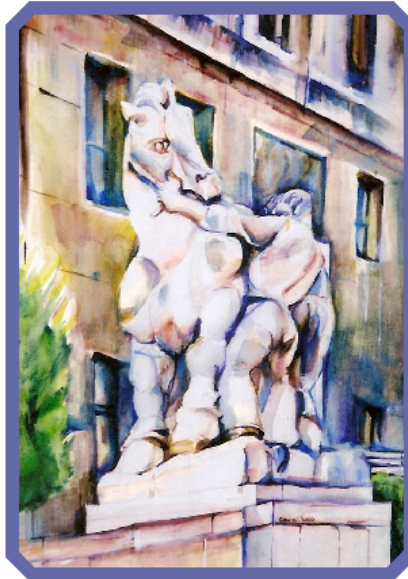
- HSR Electronic Filing System
  - Launched in June 2006
  - Available at [www.hsr.gov](http://www.hsr.gov)
  
- Merger Process Reform
  - Announced in February 2006
  - BC continues to work with parties to reduce the burden of the Second Request process



# BC User's Guide

FEDERAL TRADE COMMISSION

Bureau of Competition



User's Guide

2007



# Information on the Director's Office

April 2007

Dear Colleagues:

We are happy to provide you with this User's Guide to the Federal Trade Commission's Bureau of Competition. The Guide introduces you to the staff of the Director's Office, the Divisions within the Bureau of Competition, and the Regional Offices that focus on competition matters. We hope that by providing a description of each of these groups and their staff, you will come to know us better and be able to locate more quickly the appropriate staff to contact regarding competition issues.

The Bureau of Competition works to promote and preserve competition in many industries that are of great importance to consumers. By promoting and protecting competition we ensure that consumers have choices in price, selection, and service – keeping prices low and the levels of quality and choice of goods and services high. Working closely with the FTC's Bureau of Economics, we investigate proposed and consummated mergers, as well as anti-competitive conduct and agreements. When we find mergers or conduct of anticompetitive concern, we recommend to the Commission that it take action. Our recommendations may result in litigation, consent orders, or abandoned mergers or agreements. We also research issues and industries of competitive concern and report to Congress and the public; educate consumers and businesses on the importance of competition; and coordinate enforcement activities with other federal, state, regional, and local authorities. In this work, we rely greatly on you to provide us with information in response to our requests or to bring matters to our attention.

Our staff works in six Litigation Divisions, three Regional Offices, the Premerger Notification Office, the Compliance Division, and the Office of Policy and Coordination. If you have any questions about the work of the Bureau or wish to provide us with information on a matter, please do not hesitate to contact any staff member listed in this Guide. If you are not sure which Division would handle your matter, please call one of us in the Director's Office and we will be pleased to help you locate the correct Division. In addition, we encourage you to use the FTC's website at [www.ftc.gov](http://www.ftc.gov), which offers easy access to the many resources of the Bureau.

Sincerely,

Jeffrey Schmidt  
Director

Kenneth Glazer  
Deputy Director

David Wales  
Deputy Director

## Director's Office

Jeffrey Schmidt, named Director in December 2005, is responsible for the management of the nearly 300 members of the Bureau of Competition. Jeff previously served as Deputy Director during 2005. Prior to joining the FTC, Jeff was a partner in private practice and also served as general counsel and chief administrative officer of a private technology firm. Jeff was an attorney advisor to FTC Commissioner and Acting Chairman Terry Calvani. Jeff holds a law degree from the University of California, Hastings College of Law.



Ken Glazer, Jeff Schmidt, Dave Wales

Kenneth Glazer, Deputy Director, oversees Mergers II and IV, Anticompetitive Practices, and the Compliance Division. Ken worked for a corporate legal department and in private practice prior to joining the FTC as Deputy Director in 2006. He holds a leadership position in the Antitrust Section of the American Bar Association. Ken earned his JD from Stanford University Law School.

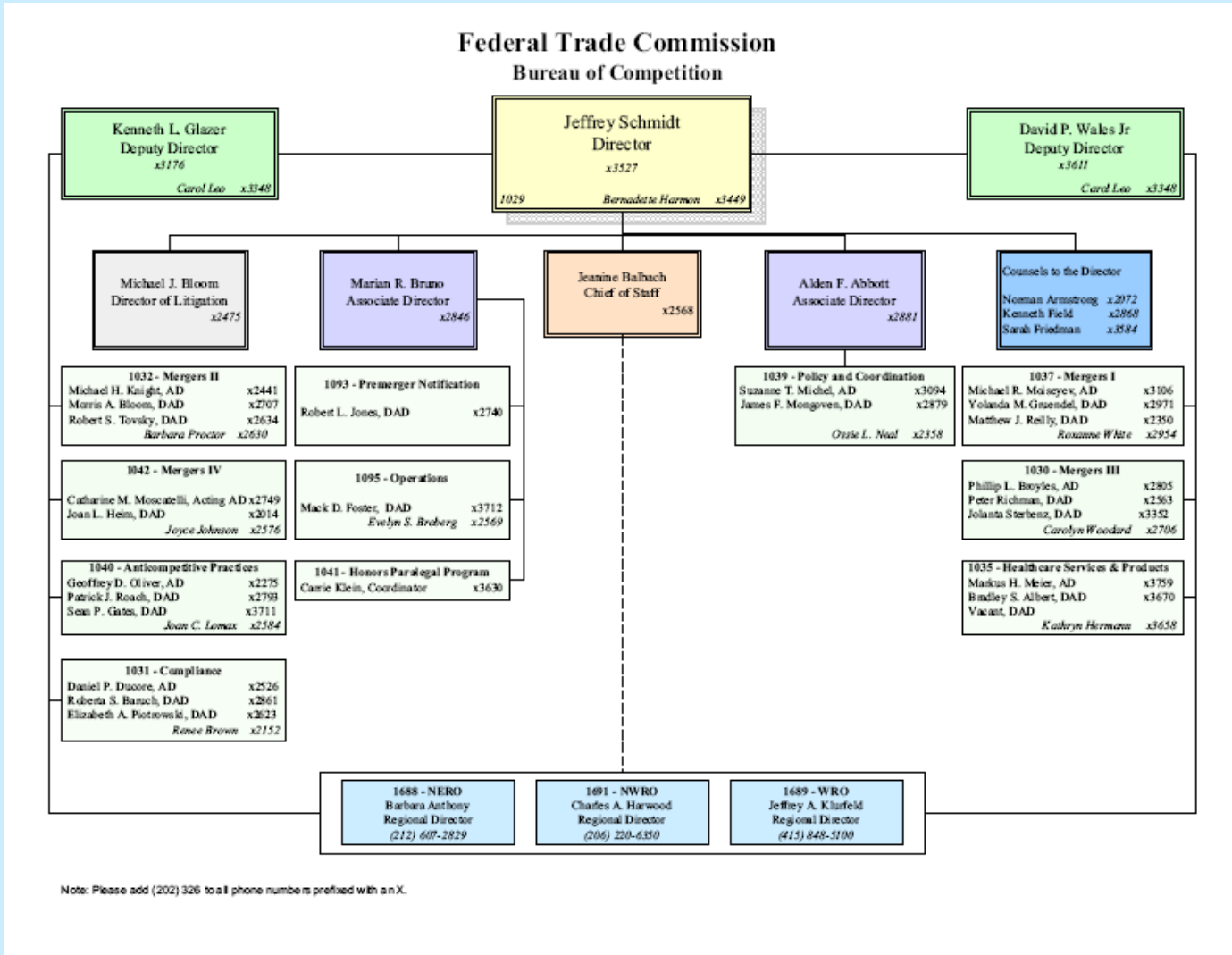
David Wales, Deputy Director, oversees Mergers I and III, and the Health Care Division. Dave joined the FTC as Deputy Director in 2006. Before joining the FTC, Dave was a partner in private practice. From 2001 to 2003, Dave served as Counsel to the Assistant Attorney General in the Antitrust Division of the U.S. Department of Justice. Dave earned his JD from Syracuse University College of Law.

Jeanine Balbach serves as Chief of Staff for the Bureau of Competition. Jeanine helps manage the Director's Office and oversees and coordinates special projects for the Bureau. She is also responsible for coordinating assignments of competition matters to the regional offices. Jeanine joined the FTC in 1998, after receiving a JD from George Mason University and a PhD in economics from Washington University, St. Louis. Jeanine previously served as Assistant to the Director, an Attorney Advisor for former Chairman Muris and Chairman Majoras, and as a staff attorney in Mergers II.

Norman Armstrong, Kenneth Field, and Sarah Friedman currently serve as Counsels to the Director (a position formerly known as Assistant to the Director). The Counsels to the Director work closely with the Director and Deputy Directors to help manage and review the work of the Bureau's Divisions.



# BC Organization Chart





# Information on Each BC Division



Bob Towles, Mike Knight, Morris Bloom

## Mergers II

Mergers II oversees an eclectic group of industries, ranging from coal mines and industrial solvents, to video rental stores and soft drinks, to semiconductors and computer chips. In recent years, the Division has challenged several mergers – resolving the competitive concerns in some mergers with divestitures to preserve competition, while litigating and blocking other mergers in federal and administrative courts. Mergers II's recent litigated cases include: *Swedish Match* (smokeless tobacco), *Libbey* (glassware),

*Blockbuster* (enforcement of premerger rules), *Chicago Bridge and Iron* (industrial storage tanks), *Arch Coal* (coal mines) and *Intel* (abuse of monopoly power in microprocessors). In the chemical industry, the Mergers II Division has obtained consent orders in several mergers, including *Occidental Petroleum/Vulcan*, *Bayer/Aventis*, and *Dow Chemical/Union Carbide*. The Division is also active in reviewing mergers in the high technology and computer hardware and software industries. Mergers II's investigations in these industries include *Hewlett-Packard/Compaq*, *Brocade/McData*, and *Computer Sciences/Mynd*, just to name a few. The Division has also investigated proposed mergers in the book distribution and recorded music industries – mergers that were not consummated because of anticompetitive concerns raised by the FTC.

Michael Knight, the Assistant Director, joined the FTC in 2003, after having worked in the Antitrust Division of the U.S. Department of Justice and in private practice. A graduate of George Mason University School of Law, he is a Vice-Chair of the ABA Antitrust Section's Mergers and Acquisitions Committee. Deputy Assistant Directors Morris Bloom and Robert Towles both started their careers at the FTC in 1985. Morris is a graduate of the University of Memphis Law School, and Bob has a law degree from Boston University.

## Division Staff

Marc Alvarez	Reid Horwitz	Barbara Proctor
Stephen Antonio	Sean Hughto	Abigail Slater
Linda Cunningham	Victoria Lippincott	Eric Sprague
Wallace Easterling	Sebastian Lorigo	Peer Stevens
Eric Elmore	Kristina Martin	Adam Strayer
Michael Franchak	Angelike Mina	Jacqueline Tapp
Donald Gordon	David Morris	Casey Triggs
Benjamin Gris	Danica Noble	Leonor Velazquez

## Premerger Notification Office

Before parties make large acquisitions that meet the filing thresholds of the Hart-Scott-Rodino Antitrust Improvements Act of 1976 (HSR), they must provide information about their businesses and the proposed transaction to the FTC and the Department of Justice (DOJ) for review. The Premerger Notification Office (PNO) administers the HSR program for both the FTC and the DOJ. Experts in HSR law and practice, the PNO staff conducts the initial review of transactions subject to the HSR Act, and if the filings raise a competitive issue, coordinates the clearance process between the FTC and DOJ. The PNO staff responds to thousands of calls each year about premerger filing requirements, and can be easily accessed by calling a staff member directly or at the main PNO office number, 202-326-3100. In addition to reviewing HSR filings and responding to inquiries, the PNO coordinates the Bureau's investigative work with other federal agencies and state law enforcement officials and has participated in a number of projects coordinated by the FTC's international staff. The PNO is responsible for HSR rulemaking, including the recent creation of the electronic HSR filing system. We invite you to visit [www.ftc.gov/bc/hsr/hsr](http://www.ftc.gov/bc/hsr/hsr) for a comprehensive collection of helpful HSR information and advice.



Robert Jones, Marian Bruno

Marian Bruno, Associate Director of the Bureau, leads the PNO staff; she joined the Commission in 1990 from private practice. In addition to the PNO, Marian also manages the Bureau Operations and Paralegal Divisions. Marian has a JD from the University of Arkansas. Robert Jones, a graduate of the University of Michigan Law School, is the Deputy Assistant Director.

## Division Staff

Karen Berg	Janice Johnson
Malcolm Catt	Theresa Kingsberry
Sheila Clark-Coleman	Sandra Peay
James Ferkingstad	Michael Verne
Renee Hallman	Kathryn Walsh



# Other Helpful Information on the Bureau

## Office Locations

The Bureau of Competition has offices and staff in two Washington DC buildings:

Headquarters 600 Pennsylvania Avenue, NW Washington, DC 20580	Satellite Office 601 New Jersey Avenue, NW Washington, DC 20001
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The Director's Office, Premerger Notification, and the Office of Policy and Coordination are located in FTC Headquarters. Mergers I, Mergers II, Mergers III, Mergers IV, Anticompetitive Practices, Health Care and the Compliance Division are located in the 601 New Jersey office. Visitors to both buildings must show government-issued identification with a photograph and must go through a metal detector. Please confirm the address of the Bureau staff that you are meeting with and arrive a few minutes early to accommodate security. Both buildings are about a 15-minute taxi ride from Reagan National Airport. The Headquarters Building is located across the street from the Archives/Navy Memorial Metro Station on the Yellow and Green lines. The New Jersey Avenue Building is a short walk from Union Station on the Metro's Red Line.

## Mailing Addresses

Given current security measures, it can take two or more weeks for mail to reach its intended FTC recipient. Other options include hand delivery/courier, e-mail, or fax.

Headquarters 600 Pennsylvania Avenue, NW Washington, DC 20580	Satellite Office 601 New Jersey Avenue, NW Washington, DC 20580
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*Note: since the FTC's mail system is centralized, the 20580 zip code should be used for both Washington DC offices.*

Northeast Region – New York  
One Bowling Green, Suite 318  
New York, NY 10004

Northwest Region – Seattle  
915 Second Avenue, Suite 2896  
Seattle, WA 98174

Western Region – San Francisco  
901 Market Street, Suite 570  
San Francisco, CA 94103

## Complaints

To refer a complaint to the Bureau of Competition, you may call or write to the Director's Office or any of Bureau's Divisions. If you are uncertain of where to direct a complaint, you may use the address for the Office of Policy and Coordination:

Federal Trade Commission Bureau of Competition  
Office of Policy and Coordination, Room 394  
600 Pennsylvania Ave, NW  
Washington, DC 20580  
E-Mail: [antitrust@ftc.gov](mailto:antitrust@ftc.gov)  
Telephone (202) 326-3300

## Bureau of Competition Fax Numbers

Office of the Director Fax: (202) 326-2884  
Policy and Coordination Fax: (202) 326-2884  
Premerger Notification Fax: (202) 326-2624  
Mergers I Fax: (202) 326-2655  
Mergers II Fax: (202) 326-2071  
Mergers III Fax: (202) 326-3383  
Mergers IV Fax: (202) 326-2286  
Anticompetitive Practices Fax: (202) 326-3496  
Health Care Services and Products Fax: (202) 326-3384  
Compliance Fax: (202) 326-3396  
Honors Paralegal Fax: (202) 326-3496

## E-Mail Addresses

Protocol is generally: first initial(no period)last name@ftc.gov



# BC Staff Phone Directory

NAME	DIVISION	MAIL-DROP	PHONE
			202-326-
Abbott, Alden . . . . .	Policy & Coordination . . . . .	H394 . . . . .	.2881
Abrahamsen, Dana . . . . .	Anticompetitive Practices . . . . .	NJ6264 . . . . .	2906
Albert, Bradley S. . . . .	Health Care . . . . .	NJ7264 . . . . .	.3670
Allen, Natasha . . . . .	Mergers III . . . . .	NJ7172 . . . . .	2434
Alvarez, Marc. . . . .	Mergers II. . . . .	NJ6120 . . . . .	3662
Andrus, Meredyth Smith . . . . .	Health Care . . . . .	NJ7264 . . . . .	2863
Antonio, Stephen . . . . .	Mergers II. . . . .	NJ6128 . . . . .	2536
Argeris, Elizabeth . . . . .	Honors Paralegal . . . . .	NJ6137 . . . . .	3654
Armstead, Gloria . . . . .	Health Care . . . . .	NJ7264 . . . . .	2262
Armstrong, Norman . . . . .	Director's Off. & Mergers I . . . . .	NJ5108 . . . . .	.2072
Averitt, Neil . . . . .	Policy & Coordination . . . . .	H394 . . . . .	2885
Bajaj, Samyukt . . . . .	Mergers IV . . . . .	NJ5238 . . . . .	2284
Balbach, Jeanine . . . . .	Office of the Director . . . . .	H374 . . . . .	2568
Ballard, Sonia D. . . . .	Mergers IV . . . . .	NJ5236 . . . . .	3537
Bank, Jeffrey . . . . .	Health Care . . . . .	NJ7264 . . . . .	.3102
Barnett, Mike . . . . .	Mergers I . . . . .	NJ5108 . . . . .	2362
Baruch, Roberta S. . . . .	Compliance . . . . .	NJ5222 . . . . .	.2861
Baumgartner, Phillip A . . . . .	Operations . . . . .	NJ5222 . . . . .	2546
Bayer-Femenella, Peggy . . . . .	Anticompetitive Practices . . . . .	NJ6264 . . . . .	3086
Bellack, George . . . . .	Health Care . . . . .	NJ7264 . . . . .	2763
Berg, Karen E. . . . .	Premerger Notification . . . . .	H301 . . . . .	2960
Billman, Keith . . . . .	Operations . . . . .	H383 . . . . .	2547
Bloom, Morris . . . . .	Mergers II. . . . .	NJ6120 . . . . .	.2707
Bloom, Michael . . . . .	Office of the Director . . . . .	H374 . . . . .	2475
Blumensreich, Linda B. . . . .	Health Care . . . . .	NJ7264 . . . . .	.2751
Bovee, Stephanie C. . . . .	Mergers I . . . . .	NJ5108 . . . . .	2083
Boynnton, Evelyn J. . . . .	Mergers III . . . . .	NJ7172 . . . . .	2737
Brau, Saralisa C. . . . .	Health Care . . . . .	NJ7264 . . . . .	2774
Broberg, Evelyn S. . . . .	Operations . . . . .	H383 . . . . .	2569
Brock, Thomas H. . . . .	Office of the Director . . . . .	NJ5232 . . . . .	.2813
Brooks, Sylvia M. . . . .	Mergers I . . . . .	NJ5108 . . . . .	.2816
Brown, Renee B. . . . .	Compliance . . . . .	NJ5222 . . . . .	.2152
Brown, Marvis . . . . .	Office of the Director . . . . .	H374 . . . . .	2060
Brown, Sara . . . . .	Honors Paralegal . . . . .	NJ6137 . . . . .	.3619



# Also Available Soon on FTC Web Site

**FEDERAL TRADE COMMISSION**  
PROTECTING AMERICA'S CONSUMERS

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**Welcome to the FTC**

The FTC deals with issues that touch the economic lives of every American. It is the only federal agency with both consumer protection and competition jurisdiction in broad sectors of the economy. The FTC pursues vigorous and effective law enforcement, advances consumers' interests by sharing its expertise with federal and state legislatures and U.S. and international government agencies, develops policy and research tools through hearings, workshops, and conferences, and creates practical and plain-language educational programs for consumers and businesses in a global marketplace with constantly changing technologies.

Deborah Platt Majoras  
Chairman

Consumer Complaint? Report it to the FTC

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Hot Topics

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Oil & Gas

Our site has a new design. Click [here](#) for navigational tips.

## Headlines

For Release: April 12, 2007

### FTC Files Complaint in Federal District Court Seeking to Block Western Refining Acquisition of Rival Energy Company Giant Industries, Inc.

#### Commission Seeking Temporary Restraining Order and Preliminary Injunction

The Federal Trade Commission today filed a complaint in federal district court in New Mexico seeking a temporary restraining order and preliminary injunction to stop Western Refining, Inc. proposed \$1.4 billion acquisition of rival energy company Giant Industries, Inc.

For Release: April 12, 2007

### FTC Issues Report on Marketing Violent Entertainment to Children

The Federal Trade Commission gave a mixed review of the movie, music, and video-game industries' self-regulatory programs and their marketing of violent entertainment products to children in its latest report to Congress.

For Your Information: April 12, 2007

### FTC Receives Petition from Koninklijke Ahold N.V. and Bruno's Supermarkets to Reopen and Modify Decision and Order

Commission receipt of petition to reopen and modify decision and order: The Commission received a petition from Bruno's Supermarkets to reopen and modify the final FTC decision and order in the matter of *Koninklijke Ahold N.V. (Ahold)* and *Bruno's Supermarkets, Inc. (Bruno's)* Docket No. C-4027.

For Release: April 2, 2007

FTC - Bureau of Competition - Spring & Summer Meetings

**FEDERAL TRADE COMMISSION**  
PROTECTING AMERICA'S CONSUMERS

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## Bureau of Competition : Annual Competition E

### Annual Reports to Congress Pursuant to the Hart-Scott-Rodino Antitrust Act (Jointly With The Antitrust Division of the United States Department of Justice)

- 28th Report (FY 2005)
- 27th Report (FY 2005)
- 26th Report (FY 2004)
- 25th Report (FY 2003)
- 24th Report (FY 2002)
- 23rd Report (FY 2001)
- 22nd Report (FY 2000)
  - Text of Report
  - Appendices
- 21st Report (FY 1999)
- 20th Report (FY 1998)

### Annual Antitrust Enforcement Activities Reports

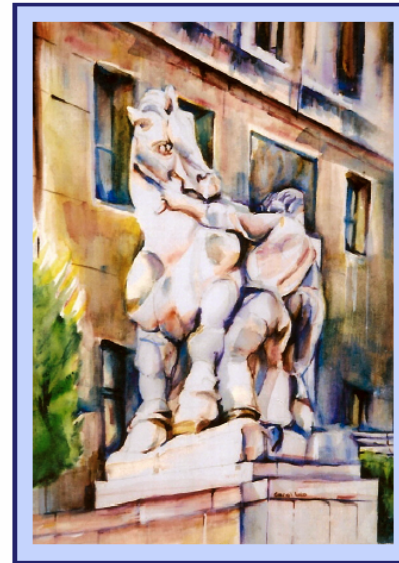
- Spring 2006 Report
- Spring 2005 Report
- Spring 2004 Report
- Spring 2003 Report
- Spring 2002 Report
- Spring 2001 Report
- Spring 2000 Report
- Spring 1999 Report

### Federal Antitrust Developments in the United States: Annual Reports to the Competition Committee of the Directorate For Financial and Enterprise Affairs of the Organisation for Economic Co-operation and Development (Jointly With The Antitrust Division of the United States Department of Justice)

- 2006 Report
- 2005 Report

## Federal Trade Commission Bureau of Competition

Jeffrey Schmidt, Director



### Antitrust Enforcement Activities Fiscal Year 2003 - March 31, 2007

ABA Antitrust Section Spring Meeting 2007