



## SPRING 2026 COURSE SYLLABUS

Course Number: Law 526

Course Title: Antitrust in Practice

Credit Hours: 2

Grading Mode: Graded (by essay)

Meeting Time(s): Wednesday, 6:05-8:05pm

Meeting Mode: In Person

Exam Time(s): N/A

Exam Mode: Final Paper

Prerequisite(s): Antitrust I

Corequisite(s): N/A

Instructor(s):

Jay Kaplan, Jake Philipoom, Thomas Rucker

Contact Information and Office Hours:

[jkaplan8@gmu.edu](mailto:jkaplan8@gmu.edu)

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[trucker2@gmu.edu](mailto:trucker2@gmu.edu)

We are available via remote appointment and email. If you would like to meet in person, please send an email to all three of us on copy and we will do our best to accommodate.

Reading(s) & Supplement(s):

We will read recent cases, enforcement agency guidelines, scholarly commentary, and other supplementary materials that we will post on TWEN or that are otherwise available on the web. Readings will include anonymized versions of actual work product. There is no assigned Casebook for this course.

## Course Overview:

Welcome to Antitrust in Practice! This course examines advanced topics in antitrust law through a practical lens from the perspective of practitioners—specifically associates. Specific topics include a detailed breakdown and analysis of the full lifecycle of a transaction, from early stage analysis and through to litigation as well as a variety of other important antitrust topics, including CIDs, representing a divestiture buyer, Clayton Act Section 8 (interlocking directorates), and antitrust criminal investigations.

## Course Learning Outcomes:

This course intends to prepare students to be a practitioner in a variety of antitrust-related settings, including an antitrust associate in private practice or an antitrust attorney for the government.

## Grading Policies:

Participation %: Discretionary class participation adjustment of 1/3rd of a grade in either direction.

Final Exam/ Paper %: 2/3 of overall grade written overlap memorandum

Additional Content %: 1/3 of overall grade oral presentation of overlap memorandum

## Classroom Policies:

**Attendance:** Per AR 3-1.4, “maintenance of matriculation requires regular class preparation, participation and attendance, registration in the course of study required for the student’s program (full-time or part-time), successive registration for each fall and spring term of each academic year until study is completed, and compliance with all other relevant requirements.”

**Absences:** Per AR 4-1.1, “if a student is absent for any reason for more than 20 percent of the sessions of a course, the student is not eligible for credit in that course. A student who is not present for at least 75 percent of a session of the course is absent from that session.”

## Participation & Preparation:

This class is a discussion-based class and will work best through an active and vibrant discussion. You should come to class each week having read and thought about the material, and ready to participate in the discussion. We will cold-call (i.e., Socratic Method) as appropriate.

## Use of Technology & AI:

### AI Moderate Use Policy

Generative AI tools may be used in this course for the following purposes, and with the following guidelines. Students may use AI in this course to brainstorm, research, and outline any portion of their overlap memorandum, and as desired to prepare for class. Students may not use AI to draft their overlap memorandum. Students must use AI tools responsibly, verify facts presented by AI, disclose when AI tools are used to create course work product, properly cite any AI tools utilized, and should be prepared to produce the transcript of prompts and responses upon request. Misuse will be treated as a violation of academic standards.

## Course Schedule & Assignments

### Week 1:

Date: 1/14/26

Topic: Class Overview; Antitrust Background & Basics

Assignment(s): PDF of antitrust statutes; 2023 Merger Guidelines

### Week 2:

Date: 1/28/26

Topic: Pre-Deal Stage: Preliminary Risk Assessment

Assignment(s): *Philadelphia National Bank*; *Von's Grocery*; *Baker-Hughes*; anonymized overlap memo

### Week 3:

Date: 2/4/26

Topic: Pre-Deal Stage: Pre-Signing Considerations, Negotiating a Deal Agreement, Diligence

Assignment(s): anonymized Clean Team agreement; APA example; antitrust risk shifting provisions memo

### Week 4:

Date: 2/11/26

Topic: Deal Early Stage: Preparing HSR Filing, Integration, Deal Counseling

Assignment(s): HSR Statute and 2024 revision to HSR Act; Statements from FTC Commissioners on 2024 revision; anonymized HSR filing; selection of anonymized/public HSR docs; anonymized guidance memo regarding integration and document preparation

### Week 5:

Date: 2/18/26

Topic: Deal Middle Stage: Oral Advocacy, Written Correspondence

Assignment(s): anonymized day one deck; sample VAL letter and anonymized response

### Week 6:

Date: 2/25/26

Topic: Deal Middle Stage: Second Request

Assignment(s): [DOJ Model Second Request](#); [FTC Model Second Request](#);

Example of Second Request Narrative Responses; Sample Timing Agreement

Week 7:

Date: 3/4/26

Topic: Deal Later Stage: IH, Divestitures

Assignment(s): FTC Guidance: "[Negotiating Merger Remedies](#)"; DOJ Guidance (currently withdrawn): "[Merger Remedies Manual](#)"; *UHG/Change* Memorandum Opinion

Week 8:

Date: 3/18/26

Topic: Deal Later Stage: Litigation

Assignment(s): Kroger/Albertsons opinion; HPE/Juniper complaint; Spirit/JetBlue opinion; FTC v. Meta opinion)

Week 9:

Date: 3/25/26

Topic: Counseling; Investigations

Assignment(s): DOJ: [Evaluation of Corporate Compliance Programs in Criminal Antitrust Investigations](#)

Week 10:

Date: 4/1/26

Topic: Section 8; Other Antitrust Topics

Assignment(s): Section 8 statute; [Amicus Brief](#) in *Reading Int'l v. Oaktree Capital Management*; 2025 FTC Robinson-Patman complaints against Southern Glazer's and PepsiCo. ALD section on joint ventures

Week 11:

Date: 4/8/26

Topic: Antitrust Oral Advocacy

Assignment(s): David Foster Wallace, [Tense Present](#); [7 tips on writing well](#). David Lat, [Bryan Garner's Three Neglected Keys to Effective Advocacy](#); Scalia & Garner: *Making Your Case*, pp. 61-80; 107-164

Week 12:

Date: 4/15/26

Topic: Oral Presentations of Risk Assessment Memos

Assignment(s): N/A

## Student Resources

[Antonin Scalia Law School Academic Regulations](#)

[GMU Common Course Policies Addendum](#)

[Mason Square Services](#)

[Mason Square Police](#)

Van Metre Hall, Room 110

Emergency - Dial 911

Escort Services - 703-993-8070

Dispatch – 703-993-2810

[Student Support and Advocacy Center \(SSAC\)](#)

Mason Square Sexual Assault Services:

Van Metre Hall, Room 222D

703-993-8186

Notice of Mandatory Reporting of Sexual Assault, Sexual Harassment, Interpersonal Violence, and Stalking:

As a faculty member, I am designated as a “Non-Confidential Employee,” and must report all disclosures of sexual assault, sexual harassment, interpersonal violence, and stalking to Mason’s Title IX Coordinator per University Policy 1202. If a student wishes to speak with someone confidentially, please contact one of Mason’s confidential resources, such as Student Support and Advocacy Center (SSAC) at 703-380-1434 or Counseling and Psychological Services (CAPS) at 703-993-2380. Students may also seek assistance or support measures from Mason’s Title IX Coordinator by calling 703-993-8730, or emailing [titleix@gmu.edu](mailto:titleix@gmu.edu).

[Mason Square Clinic](#)

Van Metre Hall, Room B102

703-991-2831

[Counseling and Psychological Services](#)

[Student Health Services](#)

[Student Disability Services](#)

[Student Conduct](#)

[University Life](#)