

IN THE UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF MINNESOTA

FOURTH DIVISION

UNITED STATES OF AMERICA,

Plaintiff,

v.

MORTON SALT COMPANY,
INTERNATIONAL SALT COMPANY,
DIAMOND CRYSTAL SALT COMPANY, and
CAREY SALT COMPANY,

Defendants.

CIVIL ACTION

NO. 4-61 Civ. 162

Filed: March 26, 1962

FINAL JUDGMENT

Plaintiff, United States of America, having filed its complaint herein on July 11, 1961, the defendant Carey Salt Company having appeared and filed its answer to the complaint, denying the substantive allegations thereof, and the plaintiff and the defendant Carey Salt Company by their respective attorneys having severally consented to the entry of this Final Judgment without adjudication of any issue of fact or law herein and without this Final Judgment constituting evidence or an admission by either party consenting hereto with respect to any such issue;

NOW, THEREFORE, before any testimony has been taken herein, without trial or adjudication of any issue of law or fact herein, and upon consent of the parties consenting hereto it is hereby

ORDERED, ADJUDGED AND DECREED as follows:

I

This Court has jurisdiction of the subject matter hereof and of the parties consenting hereto, and the complaint states a claim upon which relief may be granted against the defendant Carey Salt Company under Section 1 of the Act of Congress of July 2, 1890,

entitled "An act to protect trade and commerce against unlawful restraints and monopolies," commonly known as the Sherman Act, as amended. The making and entry of this Final Judgment shall be without prejudice to the plaintiff seeking other, further and different relief against the remaining defendants in this action.

II

As used in this Final Judgment:

(A) "Person" means any individual, partnership, firm, association, corporation or other legal or governmental entity;

(B) "Rock salt" means a common salt (sodium chloride) occurring in solid form as a mineral, commonly called halite.

III

The provisions of this Final Judgment applicable to the defendant Carey Salt Company shall apply also to its subsidiaries, successors, assigns, officers, directors, agents and employees, and to all other persons in active concert or participation with such defendant who shall have received actual notice of this Final Judgment by personal service or otherwise.

IV

The defendant Carey Salt Company is enjoined and restrained from entering into, adhering to, maintaining or claiming any right under any contract, combination, agreement, understanding, plan or program with any other person to:

(A) Eliminate or suppress competition in the distribution or sale of rock salt;

(B) Establish, maintain, stabilize or fix prices, pricing methods or any other terms or conditions for sales to any third person;

(C) Exchange information concerning prices, pricing methods, transportation charges or any other terms and conditions of sale at or upon which rock salt will be sold to any third person;

(D) Submit noncompetitive, collusive or rigged bids or quotations to any third person;

(E) Hinder, restrict or limit the right of any purchaser to purchase rock salt from any source; or

(F) Allocate or divide territories, markets or customers.

V

The defendant Carey Salt Company is enjoined and restrained from entering into, adhering to, maintaining or claiming any right under any contract, combination, agreement, understanding, plan or program with any seller of rock salt to:

(A) Bid or quote, refrain from bidding or quoting or communicate an intention to bid or quote on any rock salt to be sold to any third person; or

(B) Hinder, restrict, limit or prevent any person from selling rock salt to, or purchasing rock salt from, any third person.

VI

The defendant Carey Salt Company is enjoined and restrained from directly or indirectly:

(A) Urging or suggesting to any seller of rock salt the quotation or charging of any price or other term or condition of sale of rock salt;

(B) Communicating to or exchanging with any producer or distributor of rock salt any information relative to prices or transportation charges applicable to rock salt except in connection with bona fide purchase or sale negotiations or offers to sell;

(C) Disclosing to or exchanging with any seller of rock salt the intention to submit or not submit a bid or quotation, the fact that a bid or quotation has or has not been submitted or made, or the content or terms of any bid or quotation; or

(D) Selling rock salt to any reseller thereof on a commission basis.

VII

The defendant Carey Salt Company is ordered and directed for a period of three years after the date of entry of this Final Judgment, to submit a sworn statement in the form set forth in the Appendix hereto, with each bid for rock salt submitted to any governmental body, such sworn statement to be signed by a principal officer of said defendant and by the person actually responsible for the preparation of said bid; and a duplicate of each such sworn statement and of such bid, together with the work papers used in the preparation of such bid shall be kept in the files of the defendant for a period of three years from the date of execution of such bids.

VIII

(A) Nothing in this Final Judgment shall be deemed to prevent the defendant Carey Salt Company from individually or jointly with others presenting its views to appropriate regulatory agencies with respect to transportation charges for rock salt.

(B) The relief which the plaintiff obtains against any of the remaining defendants with respect to pricing methods, including freight equalization and zone-pricing formulae shall be incorporated into this judgment without further proceedings by either party to this Final Judgment.

IX

For the purpose of securing compliance with this Final Judgment duly authorized representatives of the Department of Justice shall, on written request of the Attorney General or the Assistant Attorney General in charge of the Antitrust Division, and on reasonable notice

to the defendant Carey Salt Company made to its principal office, be permitted, subject to any legally recognized privilege and with the right of said defendant to have counsel present:

(A) Reasonable access during the office hours of said defendant, to all books, ledgers, accounts, correspondence, memoranda and other records and documents in the possession or under the control of said defendant, relating to any of the matters contained in this Final Judgment; and

(B) Subject to the reasonable convenience of said defendant, and without restraint or interference, to interview officers and employees of said defendant, who may have counsel present, regarding such matters.

Upon such written request of the Attorney General, or the Assistant Attorney General in charge of the Antitrust Division, the said defendant shall submit such written reports with respect to any of the matters contained in this Final Judgment as from time to time may be necessary for the purpose of enforcement of this Final Judgment.

No information obtained by the means permitted in this Section shall be divulged by any representative of the Department of Justice to any person other than a duly authorized representative of the Executive Branch of the plaintiff except in the course of legal proceedings for the purpose of securing compliance with this Final Judgment in which the United States is a party or as otherwise required by law. If any such information is divulged to a duly authorized representative of the Executive Branch, outside the Department of Justice, such information shall be given only after notice to defendant and on the condition that it will not be revealed to any person outside of such representative's Department or Agency except where required by regulation or statute or pursuant to Court process.

Jurisdiction is retained for the purpose of enabling either of the parties consenting to this Final Judgment to apply to this Court at any time for such further orders and directions as may be necessary or appropriate for the construction or carrying out of this Final Judgment, for the modification or termination of any of the provisions thereof, for the enforcement of compliance therewith, and punishment of violations thereof.

Dated: March 26, 1962

Edward J. Devitt
United States District Judge

We hereby consent to the making and entry of the foregoing Final Judgment:

For the Plaintiff:

Assistant Attorney General

John W. Neville

Margaret H. Brass

Herbert F. Peters, Jr.

William D. Kilgore, Jr.

Jerome A. Hochberg

Attorneys, Department of Justice

For the Defendant Carey Salt Company:

Loring M. Staples
Faegre & Benson

William B. Swearer
Martindell, Carey, Hunter,
Dun & Brabets

A P P E N D I X

AFFIDAVIT

The undersigned hereby certify to their best knowledge and belief that:

(1) The bid to _____
(name of recipient of bid) dated _____
has not been prepared by _____
(name of defendant) in collusion with any other seller of
rock salt, and

(2) The prices, terms or conditions of said bid have
not been communicated by the undersigned nor by any employee
or agent of _____
(name of defendant), to any other seller of rock salt and
will not be communicated to any such seller prior to the
official opening of said bid,

in violation of the Final Judgment in Civil No. 4-61 Civ.162 entered
by the United States District Court for the District of Minnesota
on _____, 1962.

Dated: _____, 1962

Signature of person responsible
for the preparation of the bid

Signature of person supervising
the above person, where feasible