

1 KENNETH C. ANDERSON  
2 GEORGE EDELSTEIN  
3 STEVEN J. GORDON  
4 U. S. Department of Justice  
5 Antitrust Division  
6 Room 504, Safeway Building  
7 Washington, D. C. 20530  
8 Telephone: (202) 739-2244

9 UNITED STATES DISTRICT COURT

10 FOR THE EASTERN DISTRICT OF CALIFORNIA

11 UNITED STATES OF AMERICA )

12 Plaintiff, )

13 v. )

14 GUILD SAVINGS AND LOAN )  
15 ASSOCIATION )

16 Defendant. )

Civil Action No. S-76-360

Filed: June 2, 1978

17 STIPULATION

18 It is stipulated by and between the undersigned parties, by  
19 their respective attorneys, that:


20 1. A Final Judgment in the form hereto attached may be filed  
21 and entered by the Court, upon the motion of any party or upon the  
22 Court's own motion, at any time after compliance with the require-  
23 ments of the Antitrust Procedures and Penalties Act, 15 U.S.C. § 16,  
24 and without further notice to any party or other proceedings,  
25 provided that plaintiff has not withdrawn its consent, which it may  
26 do at any time before entry of the proposed Final Judgment by  
27 serving notice thereof on defendant and by filing that notice with  
28 the Court.

29 2. In the event plaintiff withdraws its consent or if the  
30 proposed Final Judgment is not entered pursuant to this stipulation,  
31 this stipulation shall be of no effect whatever and the making of  
32 this stipulation shall be without prejudice to the plaintiff and  
defendant in this and any other proceedings.

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For the Plaintiff:

  
JOHN H. SHENEFIELD

  
GEORGE EDELSTEIN

  
WILLIAM E. SWOPE

/s/ STEVEN J. GORDON  
STEVEN J. GORDON

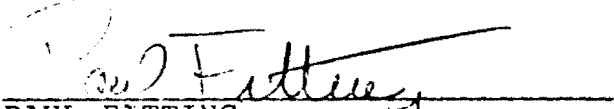
  
CHARLES F. B. MC ALEER

Attorneys, Department of Justice

/s/ KENNETH C. ANDERSON  
KENNETH C. ANDERSON

Attorneys, Department of Justice

For the Defendant:

  
PAUL FITTING

  
CHARLES G. MILLER, ESQ.

McKenna & Fitting  
1920 Mills Tower  
220 Bush Street  
San Francisco, California 94104

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8 UNITED STATES DISTRICT COURT  
9 FOR THE EASTERN DISTRICT OF CALIFORNIA

10 UNITED STATES OF AMERICA, )  
11 )  
12 Plaintiff, )  
13 v. ) Civil Action No. S-76-360  
14 )  
15 GUILD SAVINGS & LOAN )  
ASSOCIATION, ) Filed: June 2, 1978  
16 Defendant. ) Entered: August 24, 1978  
17 )

16 FINAL JUDGMENT

17 Plaintiff, United States of America, having filed its  
18 Complaint herein on June 30, 1976, and defendant, Guild Savings  
19 and Loan Association, having appeared by its counsel, and both  
20 parties by their respective attorneys having consented to the  
21 making and entry of this Final Judgment without this Final  
22 Judgment constituting evidence or an admission by either party  
23 in respect to any issue;

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

27 ORDERED, ADJUDGED AND DECREED, as follows:

28 I

29 This Court has jurisdiction over the subject matter of this  
30 action and of the parties hereto. The complaint states claims  
31 upon which relief may be granted against the defendant under  
32 Section I of the Sherman Act.

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II

As used in this Final Judgment:

- (A) "Defendant" shall mean Guild Savings and Loan Association;
- (B) "Person" shall mean any corporation, partnership, firm, individual, or any other business or legal entity;
- (C) "GNMA" means the Government National Mortgage Association, an agency of the federal government, created to subsidize mortgages for residential buildings;
- (D) "GNMA mortgage loan" means a below market or low interest rate mortgage subsidized by GNMA pursuant to the Emergency Housing Act of 1975, which mortgage is purchased by GNMA after the loan has been made to a qualified purchaser of a single-family residence;
- (E) "GNMA mortgage take-out commitment" means a promise for consideration by a lender, who has a forward commitment from GNMA, to a builder of a single family residence to set aside a specified sum of GNMA funds to make a GNMA mortgage loan which can be used at a later time by the builder's customers in financing their homes;
- (F) "Construction loan" means those monies borrowed at interest by a builder to build homes.

III

The provisions of this Final Judgment applicable to the defendant shall also apply to each of its officers, employees, agents, successors and assigns, and to all other persons in active concert or participation with any of them who receive

1 actual notice of this Final Judgment by personal service or  
2 otherwise.

3 IV

4 Defendant is enjoined and restrained from making or offering  
5 to make any GNMA mortgage take-out commitment to any person on  
6 the condition, express or implied, that such person obtain any  
7 construction loan from defendant.

8 Nothing herein shall be deemed to prevent defendant from  
9 making or offering to make both a GNMA mortgage take-out commitment  
10 and a construction loan to any person.

11 V

12 For the purpose of determining or securing compliance with  
13 this Final Judgment any duly authorized representative of the  
14 Department of Justice shall, upon written request of the Attorney  
15 General or the Assistant Attorney general in charge of the Anti-  
16 trust Division, and on reasonable notice to defendant, made to  
17 its principal office, be permitted, subject to any legally recog-  
18 nized privilege: (a) access during the office hours of defendant  
19 to inspect and copy all books, ledgers, accounts, correspondence,  
20 memoranda, and other records and documents in the possession,  
21 or under the control of defendant relating to any matters con-  
22 tained in this Final Judgment; and (b) subject to the reasonable  
23 convenience of defendant, and without restraint or interference  
24 from it, to interview officers, directors, agents, servants or  
25 employees of the defendant, who may have counsel present, regarding  
26 any such matters. Upon the written request of the Attorney General,  
27 or the Assistant Attorney General in charge of the Antitrust  
28 Division, defendant shall submit such reports in writing with  
29 respect to any of the matters contained in this Final Judgment  
30 as from time to time may be requested. No information obtained  
31 by the means provided in this Section V or previously obtained

1 by plaintiff from defendant shall be divulged by any represen-  
2 tative of the Department of Justice to any person other than a  
3 duly authorized representative of the Executive Branch of the  
4 United States, except in the course of legal proceedings to which  
5 the United States is a party, or for the purpose of securing  
6 compliance with this Final Judgment, or as otherwise required by  
7 law.

8 If at any time information or documents are furnished by  
9 defendant to plaintiff, defendant represents and identifies  
10 in writing the material in any such information or documents  
11 of a type described in Rule 26(c) (7) of the Federal Rules of  
12 Civil Procedure, and defendant marks each pertinent page of  
13 such material, "Subject to claim of protection under Rule 26(c)(7)  
14 of the Federal Rules of Civil Procedure," then 10 days notice  
15 shall be given by plaintiff to defendant prior to divulging  
16 such material in any legal proceeding (other than a Grand Jury  
17 proceeding) to which defendant is not a party.

18 VI

19 Jurisdiction is retained for the purpose of enabling either  
20 of the parties to this Final Judgment to apply to this Court at  
21 any time for such further orders and directions as may be neces-  
22 sary or appropriate for the modification, construction or carrying  
23 out of this Final Judgment, for the enforcement of compliance  
24 therewith, and for the punishment of violations thereof.

25 VII

26 This Final Judgment shall remain in full force and effect  
27 for a period of ten (10) years from the date it is entered.

28 VIII

29 Entry of this Final Judgment is in the public interest.  
30 Date: August 24, 1978

31  
32 /s/ Judge Thomas J. MacBride  
UNITED STATES DISTRICT JUDGE