This PDF is a selection from an out-of-print volume from the National Bureau of Economic Research

Volume Title: Mergers and Productivity

Volume Author/Editor: Steven N. Kaplan

Volume Publisher: University of Chicago Press

Volume ISBN: 0-226-42431-6

Volume URL: http://www.nber.org/books/kapl00-1

Conference Date: January 16-18, 1997

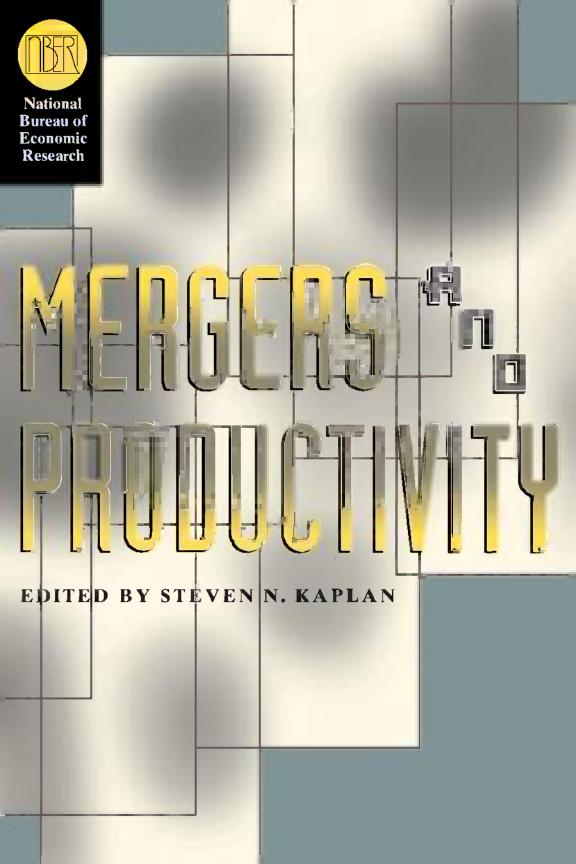
Publication Date: January 2000

Chapter Title: Front matter, Mergers and Productivity

Chapter Author: Steven N. Kaplan

Chapter URL: http://www.nber.org/chapters/c8646

Chapter pages in book: (p. -12 - 0)





## **Mergers and Productivity**



A National Bureau of Economic Research Conference Report

# **Mergers and Productivity**

Edited by

Steven N. Kaplan

The University of Chicago Press

Chicago and London

STEVEN N. KAPLAN is the Neubauer Family Professor of Entrepreneurship and Finance at the Graduate School of Business of the University of Chicago and a research associate of the National Bureau of Economic Research.

The University of Chicago Press, Chicago 60637
The University of Chicago Press, Ltd., London
© 2000 by the National Bureau of Economic Research
All rights reserved. Published 2000
Printed in the United States of America
09 08 07 06 05 04 03 02 01 00 1 2 3 4 5
ISBN: 0-226-42431-6 (cloth)

Chapter 3 by Charles W. Calomiris and Jason Karceski was previously published as a pamphlet by the AEI Press, © 1998 American Enterprise Institute for Public Policy Research, Washington, D.C. It is reprinted here with permission.

Library of Congress Cataloging-in-Publication Data

Mergers and productivity / edited by Steven N. Kaplan.
p. cm. — (A National Bureau of Economic Research conference report)
Includes bibliographical references and index.

ISBN 0-226-42431-6 (alk. paper)

1. Consolidation and merger of corporations—United States. I. Kaplan, Steven N.

HD2746.55.U5 M475 2000 338.8'3'0973 21—dc21

99-045131

 ⊗ The paper used in this publication meets the minimum requirements of the American National Standard for Information Sciences—Permanence of Paper for Printed Library Materials, ANSI Z39.48-1992.

#### National Bureau of Economic Research

#### **Officers**

John H. Biggs, chairman
Carl F. Christ, vice-chairman
Martin Feldstein, president and chief
executive officer
Robert Mednick, treasurer
Sam Parker, chief financial officer

Susan Colligan, corporate secretary
Kelly Horak, controller and assistant
corporate secretary
Gerardine Johnson, assistant corporate
secretary

#### **Directors at Large**

Peter C. Aldrich George C. Eads Michael H. Moskow Elizabeth E. Bailev Martin Feldstein Rudolph A. Oswald John H. Biggs Stephen Friedman Robert T. Parry Andrew Brimmer George Hatsopoulos Peter G. Peterson Carl F. Christ Karen N. Horn Richard N. Rosett Don R. Conlan John Lipsky Kathleen P. Utgoff Kathleen B. Cooper Leo Melamed Marina v. N. Whitman

#### **Directors by University Appointment**

George Akerlof, California, Berkeley
Jagdish Bhagwati, Columbia
William C. Brainard, Yale
Glen G. Cain, Wisconsin
Franklin Fisher, Massachusetts Institute
of Technology
Saul H. Hymans, Michigan
Marjorie B. McElroy, Duke

Joel Mokyr, Northwestern Andrew Postlewaite, Pennsylvania Nathan Rosenberg, Stanford Harold T. Shapiro, Princeton Craig Swan, Minnesota David B. Yoffie, Harvard Arnold Zellner, Chicago

#### **Directors by Appointment of Other Organizations**

Marcel Boyer, Canadian Economics
Association

Mark Drabenstott, American Agricultural
Economics Association

William C. Dunkelberg, National
Association for Business Economics

Gail D. Fosler, The Conference Board

A. Ronald Gallant, American Statistical
Association

Robert S. Hamada, American Finance
Association

Robert Mednick, American Institute of Certified Public Accountants John J. Siegfried, American Economic Association

David A. Smith, American Federation of Labor and Congress of Industrial Organizations

Josh S. Weston, Committee for Economic Development

Gavin Wright, Economic History
Association

#### **Directors Emeriti**

Moses Abramovitz Franklin A. Lindsay James J. O'Leary
George T. Conklin, Jr. Paul W. McCracken
Thomas D. Flynn Geoffrey H. Moore Eli Shapiro
Lawrence R. Klein

Since this volume is a record of conference proceedings, it has been exempted from the rules governing critical review of manuscripts by the Board of Directors of the National Bureau (resolution adopted 8 June 1948, as revised 21 November 1949 and 20 April 1968).



### **Contents**

	Acknowledgments	ix
	Introduction Steven N. Kaplan	1
1.	Consolidation in the Medical Care Marketplace: A Case Study from Massachusetts Jason R. Barro and David M. Cutler Comment: Paul M. Healy Comment: Frank R. Lichtenberg	9
2.	The Eclipse of the U.S. Tire Industry Raghuram Rajan, Paolo Volpin, and Luigi Zingales Comment: Robert H. Porter	51
3.	Is the Bank Merger Wave of the 1990s Efficient? Lessons from Nine Case Studies Charles W. Calomiris and Jason Karceski Comment: Christopher James Comment: Anil K Kashyap	93
4.	A Clinical Exploration of Value Creation and Destruction in Acquisitions: Organizational Design, Incentives, and Internal Capital Markets Steven N. Kaplan, Mark L. Mitchell, and Karen H. Wruck Comment: G. William Schwert Comment: René M. Stulz	179

***	~ , ,
viii	Contents

5.	Workforce Integration and the Dissipation of Value in Mergers: The Case of USAir's Acquisition of Piedmont Aviation Stacey R. Kole and Kenneth Lehn Comment: Severin Borenstein Comment: Marc Knez	239
6.	Paths to Creating Value in Pharmaceutical Mergers David J. Ravenscraft and William F. Long Comment: Robert Gertner	287
	Contributors Name Index Subject Index	327 329 333

### Acknowledgments

This volume is a collection of six papers that provide in-depth case studies of a small number of mergers. The papers were presented and discussed at a conference in January 1997 in Islamorada, Florida.

The studies were motivated by the reality that existing academic work on merger activity—mostly based on large sample studies—has yielded mixed results. In particular, the academic literature is mixed on the effects of mergers on operating performance, productivity, and efficiency. The case studies and this volume were undertaken with the goal of augmenting the existing literature and informing future large sample and field-based studies. The National Bureau of Economic Research (NBER), through Martin Feldstein and the Sloan Foundation, was the major force in encouraging this approach. With the completion of this volume, it is clear that the studies and the conference proved extremely successful in achieving their goals. This is particularly timely as the 1990s end in the midst of a new merger wave.

I am indebted to all the authors for agreeing to take part in this project. For many of the authors, this was their first attempt at undertaking field-based research. I also am grateful to the discussants, who provided thoughtful and insightful comments on the papers. The combination of the papers and the discussants made the conference one of the most interesting I have attended.

I want to thank the Sloan Foundation for their crucial role in sponsoring this research effort. This volume is part of a broader effort by the Sloan Foundation to encourage economic research at the firm level.

Finally, I want to thank those at the NBER for their central roles in this project. Martin Feldstein was the driving force behind this volume. He

encouraged me to organize it, coordinated the participation of the Sloan Foundation and the NBER, and participated in the conference. Kirsten Foss Davis, Lauren Lariviere, and the NBER's conference department managed the logistics of the conference flawlessly. And Helena Fitz-Patrick has firmly shepherded the papers and discussions into book form.

Steve Kaplan