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Lewis H. Butler

A Life of Public Service:

Ploughshares Fund, California Tomorrow, Health Policy, HEW, the Environment,
the Peace Corps

Interviews conducted by
Ann Lage
in 2008-2009

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It is recommended that this oral history be cited as follows:

Lewis H. Butler, "A Life of Public Service: Ploughshares Fund, California Tomorrow, Health Policy, HEW, the Environment, the Peace Corps" conducted by Ann Lage in 2008-2009, Regional Oral History Office, The Bancroft Library, University of California, Berkeley, 2010.



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Interview History—Lewis H. Butler

The opportunity to conduct an oral history with Lewis H. Butler is an interviewer's great good fortune. Not only is he an engaging raconteur, but he also has a lifetime of achievements worth talking about, and he does so with grace and modesty. A Renaissance man, his life experiences include directing the newly founded Peace Corps in Malaysia in the 1960s, developing a progressive agenda as assistant secretary of Health, Education, and Welfare in the Nixon Administration, leading a health policy institute at UC San Francisco, and serving as founding chair of the Ploughshares Fund, an organization working for a nuclear weapons-free world.

One of California's first-generation environmental lawyers, in the 1960s Butler fought early legal battles for the Save San Francisco Bay Association, was instrumental in the campaign against the Dos Rios Dam, was second president of the Planning and Conservation League, and helped establish the Napa Valley Agricultural Preserve. In 1984 he took the reins of the defunct environmental planning organization California Tomorrow, revamped its agenda, and created a social and political think-tank/advocacy organization dedicated to bringing about an equitable and inclusive multicultural society in California. For nearly twenty years he led the new California Tomorrow, which he calls "the centerpiece of everything I wanted to do."

A Republican political maverick, Butler campaigned against a restrictive housing initiative in 1964, directed Pete McCloskey's campaign for Congress in 1967, and assisted the McCloskey challenge to Nixon in the 1972 Republican primary. In 2006, he and McCloskey again joined forces, gathering disgruntled Republicans in the Revolt of the Elders to run McCloskey for Congress in San Joaquin County, contributing to the defeat of the retrograde Richard Pombo.

When we began the oral history, Lew Butler had retired from the boards of Ploughshares and California Tomorrow. His personal papers from his many enterprises were well organized into multiple binders, greatly assisting preparation for the interviews. His papers will eventually be placed in the Bancroft Library. We met for our interview sessions in the comfortable living room of his home in San Francisco's Presidio Heights neighborhood, home base for Lew and his wife, Sheana, since the 1960s and just five blocks from where he was born in 1927. Our interviews began on October 31, 2008, with a recounting of his family background and boyhood in San Francisco, and continued over eleven sessions of two to three hours each, concluding on April 16, 2009. Following transcription of the audio files, Lew reviewed the transcript, correcting errors and spelling of names, but making no substantive changes. The full-text transcripts and videoclips from this oral history and others in the Regional Oral History Office's extensive collection of interviews can be found online at <http://bancroft.berkeley.edu/ROHO/collections/subjectarea/index.html>. It is indicative of Lew Butler's multifaceted life and career that his interview is listed under multiple headings: Natural Resources, Land Use, and the Environment—parks and the environment; Politics and Government—individual memoirs; and Social Movements—volunteer leadership. Videotapes of the interviews are available for viewing in the Bancroft Library.

Ann Lage
Interviewer
October 2010

Interview #1: October 31, 2008

Begin Audiofile 1 butler_lewis_1_10-31-08.mp3

Lage: Today is Halloween, October 31, 2008, and we're launching an oral history with Lew Butler, Lewis H. Butler. I'm Ann Lage for the Regional Oral History Office and this is tape one. First session.

01-00:00:26

Butler: Good.

Lage: So the usual start—may I call you Lew?

01-00:00:29

Butler: Everybody does.

Lage: [laughter] Okay. The usual place to begin is with your background, your family background, and growing up and the very basic question—when and where you were born. Let's get that recorded.

01-00:00:45

Butler: I was born in 1927, April 30, in San Francisco and in eighty-one years I've managed to advance five blocks from where I was born. [laughter]

Lage: So on what street were you born?

01-00-01:02

Butler: I was born on Cherry Street, right near Jackson next to the Presidio in what's now known as Presidio Heights. My mother and father bought the house in 1927, the year I was born, and my mother lived there until she died at ninety-four.

Lage: Lots of stability in your family.

01-00:01:25

Butler: Well, at least there.

Lage: Tell me about your family. Were they long-time San Franciscans?

01-00:01:30

Butler: My mother [Lucy Hanchett Butler] was born in San Francisco, my father [Vincent K. Butler, Jr.] was born in San Francisco. Their grandparents—my great grandparents—both came in the early 1850s and sixties. My mother's grandfather—my great grandfather—came in the Gold Rush.

Lage: And what was their—

01-00:01:53

Butler: His name was Lewis Hanchett, hence his son was Lewis Hanchett, and my grandfather was Lewis Hanchett, so I ended up Lewis Hanchett Butler.

Lage: Okay.

01-00:02:07

Butler: Anyway, the original Lewis Hanchett came to a place I think called Moors Flat on the Yuba River. He styled himself a mining engineer—I think what that meant was that he could read and write when he got there and that they put him in charge of some gang.

Lage: So did he work for a company, then?

01-00:02:28

Butler: It was his own mine, I think. I'm not sure about that. But then his son—my grandfather—was also a miner and all of his mines he owned. He mined near Tonapah, Nevada, and at the Sweetwater mine out of Mariposa, on Sweetwater Creek when my mother was a little girl, because she went up to the mining camp.

Lage: So when would that have been, what decade?

01-00:02:58

Butler: 1905. My mother was born a couple of months before 1900. Always wanted to live to be 100 so she could say she lived in three centuries but she didn't make it. So my grandfather made a little pile, I think, up there in Mariposa and elsewhere and moved his family to San Jose. I'm not sure when that was but about 1905, 1906. He took over the Street Railway in San Jose, and I think the story was he ripped up the tracks to his competitor's land and laid down some tracks to his own subdivision. [laughter] There's still a Hanchett Avenue down there.

Lage: So he was a real entrepreneur? An old-style entrepreneur?

01-00:03:49

Butler: He was. My godfather told me later, he said, "Your grandfather," who I think had about four or five years of schooling at best, because I know he supported his mother when he was fourteen or fifteen years old. He said, "Your grandfather lived by his wits," including everything from rounding up mules in Mendocino County and selling them to the U.S. Army in World War I. Anyway he had the Street Railway and the subdivision and I have a brochure for it, "Hanchett Park, all lots guaranteed to be above high tide." Then there was a tragedy. My real grandmother died in childbirth of uremic poisoning in the days when they didn't know how to deal with that. Somewhere, when my mother was seven or eight years old or six, I'm not sure, and it was this terrible blow to my mother in particular and her sister. So my grandfather raised these two girls I think for about, I don't know, four or five or six years and then he remarried a lovely woman from Palo Alto named Mary Corbett.

Lage: And was that somebody that you knew?

01-00:05:10

Butler: I always knew her as my grandmother, but she wasn't my real grandmother. She was the stepmother of my mother.

Lage: And did you know your grandfather also?

01-00:05:21

Butler: I knew my grandfather very well. I just loved the guy. He died near broke, but to this day I have two shotguns of his that say L.E. Hanchett on them, and they were the finest guns made in America. That's about all that's left. A week ago I went out and shot a mallard duck with grandpa's shotgun.
[laughter]

Lage: Up at your ranch?

01-00:05:48

Butler: Yeah, in Shasta County, but anyway he was a very nice guy.

Lage: What was he like?

01-00:06:00

Butler: He was a typical sort of miner-robber baron. Loved my mother. Hated Roosevelt; when he would say Roosevelt's name he always hissed, "Roossevelt," you know, like a snake. He made a lot of money in the twenties after the war and all of this stuff, and I think he stuck it to the Southern Pacific Railway, which ran California. I think the story is that the Southern Pacific—I'm sure this is right but I'm not sure about the details—Southern Pacific didn't own the right-of-way across San Jose. They used his tracks to get the trains from San Francisco to Los Angeles. They had only irrevocable license. I believe what happened is—as other people have told me—that he notified the Southern Pacific that he'd like to sell them his Street Railway and if that didn't work he'd just terminate their license and he'd sever the Southern Pacific line from San Francisco to Los Angeles.

Lage: Did the Street Railway provide the link?

01-00:07:20

Butler: Yes, and I don't know whether it was their tracks or other tracks that was on their right-of-way or what it was. All I know is that Southern Pacific bought the Street Railway in San Jose, and he moved to San Francisco; bought a twenty-six room house on 2006 Washington Street; had six or seven servants, you know the Chinese guys that they always referred to as "Chinamen" down in the basement that did all the work and sent the food out.

Lage: And is that when you knew him, when he was living on Washington Street?

01-00:07:54

Butler: I never knew him at 2006 Washington which is now an apartment house. It was right next to the Spreckels home that's up the street there that is now

owned by the woman who writes hundreds of books and makes so much money [Danielle Steele].

Lage: The Spreckels mansion, it's usually called.

01-00:08:07

Butler: Anyway, by this time my grandfather was having a new family, and so my mother and her sister were sent to boarding schools and that kind of stuff. But he was living fat and happy right up to the Depression. Of course the classic story—he always operated on huge amounts of borrowed money—and I think the story is he was the largest stockholder in Montgomery Ward, all of it bought on margin where you put down fifteen bucks for every \$100. He got that money from his friend Mr. Gianinni at the Bank of Italy, later the Bank of America. Anyway, according to my mother, he owed a few million dollars [laughter] by the 1930s to Mr. Gianinni but she claims he always paid it off, finally paid it off.

Lage: Was he hurt by the crash then?

01-00:09:09

Butler: Well, he was totally—

Lage: Wiped out?

01-00:09:12

Butler: Yeah, he was wiped out on paper, but I'm not sure it changed his style of living because he was always living on borrowed money so I don't really know. By the time I was old enough and knew him—I was an infant when all this was going on—by the time I knew him, they'd sold that house and moved to a big hunk of brick on Pacific Avenue. It wasn't as big as the original one but it was plenty big enough and it's still there. The best part about it was that when he got sick and his wife also had a stroke, the house was sold to Sally Stanford, San Francisco's greatest madam, who by that time was the mayor of Sausalito or at least owned a restaurant in Sausalito. Sally was terrific because she was just so nice to my grandparents because they weren't well and said, "Well, I won't move in until you feel that there's some place for you to go." So he basically died pretty much broke. I think he'd squirreled away some money in an apartment house and some other properties so that when they sued him or he went bankrupt that his children and wife would still have some money. So my mother had a little bit of money from that, but he still lived pretty high on the hog even when he was broke [laughter] as far as I can figure out.

Lage: And did he take interest in his grandchildren?

01-00:10:54

Butler: He did, but it was the days when the grandparents came for the Christmas and I would go out to the five-and-ten and buy aftershave lotion in a little bottle

for my grandfather, which I assume he threw away as soon as he got out the door. He had a home in Capitola on the cliff called El Salto, which is now a bed-and-breakfast. So we would go down there, and all through this period every summer we spent in a one-room cottage rented from the state of California in the state park that's now Seacliff Beach at Aptos. It's now for motor homes and stuff. I think it was 300 bucks a year, and my mother rented this little house, and we spent all summer on the beach, and my grandfather was up there on the cliff at Capitola. I was too young to appreciate it all, but it was a pretty kind of heady time because a lot of people came by, and it was the Depression, and one of my mother's great friends was Helen Wills, who was the world's greatest tennis player at that time. Helen would come down and be nice to the little boys, my brother and myself, and she actually stayed there at the house—

Lage: At the little house by the beach?

01-00:12:25

Butler: At the little house on the beach; I think she used it when we weren't using it. She was quite a nice watercolorist, so she painted. Then she'd go to Wimbledon and win and then come home, and she practiced tennis on my grandfather's tennis court on the hill in Capitola. Then when she finally had to—she defaulted a match against Helen Jacobs, a famous controversy because she was sort of the Jack Dempsey of her era, and she was in disgrace—well, it turned out she had a bad back and ended up in a hospital, and my father was her lawyer and stuff.

Lage: You mean she actually got sued for this?

01-00:13:06

Butler: She defaulted the match but she never told anybody that she had a bad back and couldn't continue. She just walked off the court when she was behind to Helen Jacobs. Then she came home and got herself back in shape and went back to Wimbledon and beat Helen Jacobs [laughter] and then retired, so that was a big deal in our family. My mother and father would go down and listen to the wireless broadcast of Wimbledon at five o'clock in the morning in 1935, or whenever this was. So anyway, that was my grandfather, and by the time I was in college I'd come home and see him and go out to dinner and stuff, but pretty soon he faded away.

Lage: Did he leave a lasting influence on you, do you think? A style of operating or anything?

01-00:13:57

Butler: Yeah, the shotguns, I guess [laughter]. No, I don't think so. I liked him and I always liked the idea that he was kind of a rough-and-ready guy, but I was too young to really have been influenced very much, I think.

Lage: Did you get your height from your mother's side or your father's?

01-00:14:26

Butler: Well, my mother was tall for her time. She was 5'7". My father was about six feet. Actually I never knew my father's parents—I mean, I vaguely remember them, but they died when I was six years old. I remember my grandfather Butler died when I was six, and my grandmother died when I was four, I think.

Lage: And what was their story?

01-00:14:54

Butler: Well, their story—I actually have the photographs; it's kind of fun—I'm not sure when they left Ireland but it was clearly around the potato famine. Apparently, they always claimed that they were lace curtain Irish, not shanty Irish.

Lage: And what does that mean?

01-00:15:19

Butler: Well, it meant that they were not the criminal lower-class Irish [laughter]. But whatever they were they came from around Kilkenny where there's a Butler family castle, which doesn't mean anything because there are more Butlers in the Dublin phonebook than there are Smiths in the United States. So they were some branch of this family that had arrived with the Norman conquest of England and later in Scotland and got a castle in the thirteenth century. Butler was trade name; Boutelier, they were French-speaking Norman Catholics that came with William the Conqueror. Anyway, they got a castle and by the time of the potato famine—the lesser members of the family, I assume, had to bail out, but they ended up in Cambridge, Massachusetts, and being Irish in the Boston area wasn't the best thing in the world to be— [laughter]

Lage: In those days—

01-00:16:27

Butler: In those days; those were the days of "Irish and dogs, keep off the grass." So I don't know the details, but one member of the Kingwell family, which was my grandmother's family, got himself to San Francisco, and he was a foundry man, and it was during the Gold Rush, and people needed cast metal, iron, steel stuff. He wrote back to his sister and said, "There's real opportunity here, you ought to come on out." It turned out that my grandfather had been living with the family since he was fourteen years old. He married the sister and they had—

Lage: So he was living with his wife—

01-00:17:12

Butler: With his wife's family, the Kingwells, and he married the sister.

Lage: The sister of—

01-00:17:17

Butler: Of the Kingwell in San Francisco, named Mary Kingwell. They got on a boat and got to the Isthmus of Panama. I have no idea how much truth there is to any of this—I think they used to pretend that they hired a carriage and got them across the isthmus in some kind of nice carriage. My mother always said it was probably a manure truck or a manure cart because they weren't exactly rolling in money. Anyway, then they got the ship from Panama City up to San Francisco, and I think it was about 1860 that they got here. It turns out my great-grandmother had one great skill and that is she had been trained as a milliner. By this time the ladies of the gold camps that had married the few guys that made money wanted fancy hats, and, as someone said, you don't want to look too far into their background because you're probably going to find a hooker or a bartender somewhere. Anyway, these ladies wanted fine hats, and they would come to San Francisco, and Mrs. Butler would make them hats. So she made a very good living, and her husband dabbled, I think, in real estate and speculated with her money and lost it, whatever they did.

Lage: Now these were your grandparents?

01-00:18:53

Butler: These are my great-grandparents. They had a typical Irish family; had a bunch of children, lived out in the Mission District, which was the Irish ghetto. That's where my grandfather, Vincent Butler, was born, and he was one of seven or eight kids; had at least three sisters who never married—the maiden aunts—and I used to visit them as a little boy. They had a double Victorian house on Eddy Street that survived the fire because the fire stopped at Van Ness, and they were on the west side of Eddy Street.

Lage: Was that a pattern, maiden aunts in these big Irish families?

01-00:19:32

Butler: I don't know, but there were three of them. We would go down there on Christmas Day, and they were always very nice, and they had a solarium with a tree. I've got photos of the house—it was a very nice house. So my great-grandmother having started this hat business; her son, my grandfather, took over the hat business with some guy named Schitze. I don't know anything about him but it came Butler-Schitze and I've actually got the company seal that somehow ended up with me. They operated a hat business, I think, until my grandfather retired or died, but by the 1930s it was all gone. My mother got a little bit of property from it at one point. Anyway, it was a successful Irish family, and my grandfather finally, I guess, made enough money to move to the other side of the tracks, to get across Market Street, and had a nice Victorian house up on Buena Vista Terrace, which I remember going to as a kid. I've got the photos of it with a nice view out over the city. So they had kind of become respectable, and they had managed to buy a car, but they couldn't drive it so I think my father got them a driver for the car. My father

grew up—he couldn't drive a car. My mother had to teach him to drive a car—

Lage: Now why was this, do you think?

01-00:21:18

Butler: Because they didn't have cars [laughter].

Lage: So they got one late in life?

01-00:21:22

Butler: Yeah. My father was born in 1893 in the Mission District and went to Mission High School and then went to what then was known as St. Ignatius College, which is now USF. They were all good Catholics, and the Jesuits were a big deal and in fact, the older son became a Jesuit priest.

Lage: Your father's older brother?

01-00:21:55

Butler: My father's older brother became a Jesuit priest, name was Raymond Butler. Then my father was the next one and then he had a younger brother, Fred, who eventually ended up at West Point and became a general in World War II. But my father, who I never really knew that well because he died when I was eight—

Lage: Oh, I see.

01-00:22:21

Butler: My father, according to all reports, was sort of the star of the family. When he got to St. Ignatius College, he was also apparently a pretty good athlete. There's some claim that he wanted to play major league baseball, but I think his brother Fred told me he was a great fielder but he couldn't hit. Anyway he was a good student and graduated from Mission High and they've still got him in the Roll of Honor down at Mission High. After a couple of years somebody told him about a Rhodes scholarship and if he took an examination maybe he could get a scholarship to Oxford. He was very good in Latin and Greek and the classics and all of that. I don't really know any details—all I know is that he got the Rhodes scholarship. So he went off to Oxford in 1911.

Lage: That was quite an accomplishment.

01-00:23:19

Butler: Well, I think to this day he's still the only Rhodes scholar that ever came from USF but I'm not sure.

Lage: And maybe from Mission High?

01-00:23:30

Butler: Well, I think absolutely from Mission High because I went down there once when I was working on some Mission High stuff, and they had this Roll of Honor and I found my father on it [laughter].

Lage: For his baseball or his scholarship?

01-00:23:43

Butler: I don't know. No, I think it was the Rhodes scholarship. But I do know that his baseball team played against Connie Mack's Athletics in some spring—maybe it was the USF baseball team. Before the real season started, Connie Mack's Athletics came out here and this local team played against them.

Lage: So that was a big deal then?

01-00:24:10

Butler: This was a big deal.

Lage: And kind of different from the family trajectory.

01-00:24:15

Butler: Well, totally. So my father goes to Oxford from 1911 to 1914 at Worcester College and I have the photographs of his graduating group because Oxford is this collection of colleges; I don't think Worcester was. It's still there, certainly not one of the elite ones but it's a beautiful place, and he played tennis and he rowed on the crew and he won oars that we still have. These are intramural, basically, crew races. Not the real Oxford crew, just the college crews. He did all of that; lived the life of a gentleman, had white flannels and tennis sweaters and all of that kind of stuff. I'm not sure he ever came back to the United States during that three-year period. I know his parents visited him there, but he graduated in June of 1914, and of course the war started in August. In the photograph of his graduating class—of course it's about half British, but then there were Frenchmen and Germans and this one American. Some of the others were also Rhodes scholars but I'm not sure how many, if any. Anyway I know that was the mixture of people in the class. I don't know the exact number, but I think by the end of the war about half of those people were dead, because by the time you went through the Battle of the Marne and the German army and everything—I know my father visited in the summer with one of his German classmates—

Lage: That summer?

01-00:26:02

Butler: Somewhere between 1911 and 1914. So he had spent time there in some castle on the Rhine or whatever it was because after the war—he was in the U.S. Army the last year of the war in an airplane observation squadron, photographic squadron—he went and found the mother of his friend huddled in the basement of her castle starving, I guess, I don't know, her son dead. It was just one of those things. Anyway that was a huge deal, going to Oxford.

Lage: Did he tell you this story about the classmate?

01-00:26:45

Butler: No, my mother told me because in 1927, the year I was born, they left me with someone to take care of me and they went back for a Rhodes celebration and reunion.

Lage: I see.

01-00:26:57

Butler: And it turned out the Hoover Library had either a copy or an original or something—document from Rhodes establishing the scholarships that had ended up in all those papers that Herbert Hoover collected. My father was the custodian of that paper to take it back to Oxford to be delivered for the Rhodes reunion. They all went on the ship and did all of that with their friends. It was a huge deal.

Lage: That must have been something after the war when you say there were a lot of German—

01-00:27:29

Butler: By this time it was almost ten years after the war.

Lage: But still.

01-00:27:32

Butler: But, yeah, it was a huge deal, and when I was growing up a number of my father's closest friends were Rhodes scholars here—former Rhodes scholars in San Francisco. Our doctor, Eugene Holman, was the chief of surgery at Stanford, and he'd been at Oxford and lawyers, Farnham Griffiths and people like that. So it was a big deal in his life. The biggest deal, obviously, by far because he came home and he'd gone from being an Irish kid in the Mission to being a gentleman who had white flannels and things. At some event, I think about 1922, down in Santa Cruz, one of these kind of social things that they did in those days, where people gathered for lunch on the lawn at some lovely person's house; my mother met my father.

My mother was a good athlete and she played tennis and she and her sister, they played golf, and they'd actually toured Europe playing in tennis and golf tournaments, including the British Open, because there were so few women golfers; if you just showed up they let you at least try out. My mother never got very far. Her sister was better. Her sister actually ended up the tennis and golf champion of San Francisco at one point.

Anyway, my mother met my father and they somewhere along the line decided they were going to get married, and this was 1922 so he was twenty-nine years old, a lawyer. But my grandfather thought Irish were the scum of the earth so he basically prohibited my mother, according to her, from

marrying my father, but she said, “Well, I’ll just wait you out,” and I don’t know whether that was a year or two, but he got to know my father, and here was this scum Rhodes scholar with a father-in-law that had had five years of education or whatever it was [laughter]. Anyway, they got to like each other, apparently, or at least my grandfather caved in enough, because the Irish were the criminal element of San Francisco.

Lage: And that was his impression—

01-00:29:59

Butler: Yeah. The criminal and political element.

Lage: Was it also a religious issue?

01-00:30:05

Butler: Well, I don’t think my grandfather was very religious, but probably thought Catholics were scum too just because Irish were Catholics. But I don’t think he was violent about it. When my father died, it was my grandfather that supported my mother’s idea that we should go to Catholic high school and all that. So by that time whatever bias he’d had he’d given up on.

Lage: Had your mother gone to college?

01-00:30:37

Butler: My mother was a classic. She’d gone to these boarding schools, one in Piedmont, one in Marin.

Lage: But around in the area?

01-00:30:49

Butler: Around here, and then as they did with young ladies, she was sent off to a junior college, what’s basically a finishing school up in the north of New York, on the river—it was ultimately called Bennett Junior College. At that time it was Bennett School for Girls and I think it had maybe four or six classes so if you finished what would be high school then you could stay there for the finishing years of the next two. There was another one in New York called Finch, something like that. It’s a world I don’t know about, but they were called finishing schools, I think. She was there with her sister and loved the place. She would go back there to reunions when she was older until it folded. But the war came along, and she was fourteen years old when the war started, and by the time the U.S. got in the war, she was seventeen, and I think she might have finished high school by that time but I’m not even sure about that. But the family wanted her home, and I don’t know whether she came home in 1918 after the war or what it was. Of course, travel wasn’t that easy because the trains were being used for the army and all. All I know is that she did end up back in San Francisco by 1919, because there was the huge flu epidemic that killed literally millions of people; the worst, at that time, epidemic that we’d ever had.

Lage: And did that affect—

01-00:32:53

Butler: She was evacuated from San Francisco and sent to Red Bluff for three months with her sister to live with friends so she wouldn't get the flu and die. Anyway, that was her history, and she came home to this very luxurious existence. When my father got home from the war—he had practiced law in San Francisco before the war with Garret McEnerney, who was the sort of leading solo lawyer in town. The McEnerney Act was the act that reestablished all the land titles after the fire in San Francisco. Garret McEnerney apparently was a big deal, never had any partners, but he was there as a young lawyer. He never went to law school after Oxford; you just read law in a law firm.

Lage: So he read law with McEnerney?

01-00:33:58

Butler: Yeah, and the joke used to be that the bar exam was the judge asked who wrote *Blackstone's Commentaries* and if you could say Blackstone you were a lawyer. [laughter] But anyway he practiced there and what later turned out to be a huge deal in my life—he met and made a great friend there, a guy named Nelson Hackett, whose grandparents had been pioneer farmers in Yolo County, and that's still a big piece of my life. So he was the best man in my father's wedding because the older brother was a priest and the younger brother was off in China in the army. When my father died—he'd always been my godfather—and he and my father's younger brother sort of took on the role of being dual fathers for me.

Lage: Do you want to talk about Nelson Hackett at this point?

01-00:35:06

Butler: Well, yeah, that might take hours though. I'll give you the short version. He was a lifelong bachelor. He apparently had also applied for a Rhodes scholarship, and I don't know whether my father beat him out or it was some other year, but he was known to hundreds of people as "Uncle Nelson." Lived in Piedmont at 66 Lincoln Avenue. Had gone to UC Berkeley with Earl Warren and all of these people and also to law school there, I think, at Boalt [School of Law, UC Berkeley] but I'm not sure about that part. His father was a newspaper editor in Napa, but the big deal was that his grandparents were pioneers in Yolo County, and when they came out it was the era when the Gold Rush was winding down and farming was just kind of coming on. The Sacramento Valley was nothing but a giant plain of beautiful soil and white oak trees—

Lage: And wildflowers.

01-00:36:25

Butler:

And wildflowers. They cleared the oak trees and had this fabulous farmland near the Sacramento River just north of what is now Woodland. They were so prosperous that by 1870 they had built—and I have photos of it and it's still there but in kind of a decrepit state—a two-story, double-brick-walled thirteen-room brick house. This beautiful Victorian house surrounded by white porches and all of that; upstairs porches so you could get out of the mosquitoes and get the breeze in the summer. They were just very successful farmers, and by some strange quirk of fate, whereas most families you start with the grandparents and you'd end up with twenty people, they started with the grandparents and they ended up with only one. Everybody else had died or never married, and he was the sole heir to this whole thing.

So he owned that farm, and I would go there with him. He gave the farm to the state of California to be a state park, the historic Nelson Farm. The State Park Department was run by a wonderful guy at that time who later became the head of the National Park Service but the successor to this guy completely blew it. They never really made it into a state park because they were going to bring back all of the implements; it's only a mile-and-a-half off Highway 5 now, to the east of Highway 5, and tourists could come and see what it looked like to farm in 1870. Well, that never happened, and under the term of the deed—and I went with him when this happened—it reverted to UC Davis. Then UC Davis just let it go to rack and ruin and never did anything; the porches fell off, the windows were broken. I'd go by there and it just killed me to see it. Then a wonderful woman in Woodland bought it and has been restoring it for the last ten years. Her husband's a contractor. Anyway that was the Nelson farm.

Lage:

Did that seem to have an impact on you?

01-00:38:49

Butler:

The odd thing about it is that I went up there with my godfather as he was older, because he never was a very good driver and he didn't like to drive. So I'd drive him up there, and he'd had a thousand or 1,200 acres of the most beautiful farmland you can imagine in Yolo County, which he gave to UC Davis. So I would go with him when he went to visit the people at Davis about this gift because it was the biggest private gift at the time ever to UC Davis.

Lage:

Now, was this after it reverted from the state?

01-00:39:25

Butler:

What was to be the farm was only 100 acres. He'd already separated out another thousand or more acres and given that to Davis. He took the income off of it, but it was given to Davis when he died. The people at Davis were very solicitous because they'd also found natural gas on this land. So there was a lot of money coming out of this. He specified two things for that money—one was the Nelson lectures at UC Davis, which still exist, and

because California was so far from the rest of the world and he wanted them to be enlightened, the lecture provided that the lecturer had to be from some place bordering on the Atlantic Ocean. That meant in France, England, I suppose, Germany qualified, or the East Coast, because he wanted UC Davis to become more like Harvard or like whatever. Now that I think about it maybe he went to Harvard Law School, but I'm not sure. So that was the Nelson lectures, and then—and I was around for this—then he provided for an endowment for the chair in genetics at the UC Davis Medical School. With enormous foresight. I tried to convince him it ought to be family medicine to take care of all the poor people in the valley and he said, “No, I think genetics are going to be a big deal.” This is long before—

Lage: Before it was.

01-00:41:12

Butler: Before it was. Very, very wise man. He had it named for a doctor who was his closest friend and next-door neighbor in Piedmont, who was an allergist who had done studies and discovered, and he didn't know why, but there were all these families that basically—like twin sisters, I remember, in one family lived to be 100 years old and had never had a cold. He just knew that they had some genetic protection that they just didn't get diseases that other people got. Anyway so it's named for his friend, whose name I forget. So that was “Uncle Nelson” and that was a huge deal in my life. By strange, strange coincidence, now my wife and I have farmland that's only fifteen miles from where that farm was.

Lage: Is it just a coincidence, though?

01-00:42:15

Butler: It's a complete coincidence but a very happy one because my wife's family were in the farming business in San Diego for 100 years and were just recently driven out by high water prices and subdivisions and all of that. When my mother died, I took my share of the money from her house on Cherry Street and bought 150 acres of farmland up north of Winters, because I wanted to carry on my wife's family's farming tradition. Basically, I'd always liked the Sacramento Valley, even though I think we used to treat it as this hot place that you had to drive through to get to Yosemite or Tahoe. But now I love the Sacramento Valley. Anyway, I bought that farmland because I had friends that would farm it that'd been up there for five generations, the Romingers and other friends. Then when my wife's ancestral farm was finally sold, she bought 250 acres within a quarter mile of mine so now we have this farmland. So by strange complete coincidence I'm carrying on for Uncle Nelson, basically over 100 years later.

Lage: Maybe we can get back to that farmland later on; I'd like to hear more about that, but let's stick with your family now. We've got your parents married but what about the rest?

01-00:43:55

Butler: My parents married. They had a son, my brother Vincent Butler III—

Lage: The first son.

01-00:44:01

Butler: Who died a couple of years ago. Then I came along about two years later in 1927, and we lived on Cherry Street, and I went to Madison School, which is about three blocks from here and was two blocks from the house—

Lage: Public school?

01-00:44:25

Butler: Public school. Walked to school every day. Walked home. It was only two blocks away. By strange coincidence there had been a flu epidemic in San Francisco in 1932, and we were living down in this one-room house on the beach, and my mother didn't want to bring us home and have us catch the flu because in those days you could die from the flu. We were kept down there until about Thanksgiving time, and I was five years old so I was sent to school in Soquel. Soquel didn't have a kindergarten, so I went in the first grade at age five, so by the time I transferred to San Francisco I was in the first grade. So I ended up being about a year younger than everybody else in school, which had its interesting developments by the time we got to World War II. So I went to Madison School—

Lage: And your brother also?

01-00:45:41

Butler: And my brother also for six years and then it ended in the sixth grade and then you had a choice of going to Roosevelt Junior High which is a couple of blocks over here or Grant School, which is a public school up on Pacific Avenue at Broderick. Most of my mother's friends, their kids were in Grant School, I think, and so then I went to Grant School for the seventh and eighth grade; so did my brother. Then he went two years before me to St. Ignatius and I followed him, but, let's see, 1935, so I'm eight years old and I'm in the third grade, I guess, my father was killed in a plane crash.

Lage: Oh, a plane crash.

01-00:46:39

Butler: And it was one of those bizarre things that—I've got the clippings—it was a front-page deal in the *San Francisco Chronicle* because he was a prominent lawyer by that time. He'd been the lawyer for the American Trust Company, which is now Wells Fargo. Then he went to become a partner with some friends of his at what turned out to be the biggest law firm in town, Pillsbury Madison & Sutro.

Lage: When it just was getting started?

01-00:47:15

Butler:

There were twelve lawyers there when he got there but that made it the biggest law firm in town. It represented the Standard Oil Company of California and the telephone company and lumber companies and people like that. Of course, I was too young to really know much about this, but we'd go down there and being Irish he knew all the people in the fire department so at Christmas time we'd ride in a fire engine up Market Street with a siren blowing. Things you could go to jail for now, I think, with my Uncle Nelson playing Santa Claus in the fire truck. So it was the days when they had a cook in the house and a Chinese guy that came in from Chinatown to clean. It was during the Depression, but the people that had jobs were living very well. So they were living very well, and they had a car. Always had a Buick. Eventually they had a Model A Ford roadster and all that kind of stuff. My mother was a car nut—

Lage:

But she taught your father to drive.

01-00:48:39

Butler:

My mother had had a driver's license since she was twelve years old, because you could send to Sacramento, and her father was a car nut and they had a chauffeur. So she learned to drive Stanley Steamers and every other damn thing. To the day she died she was a car nut. Anyway, they were living very comfortably up here on Cherry Street, and it was a modest house for the neighborhood, but still they were living very comfortably, and he had a good job and all of that stuff. Among other things, he was the lawyer for a fledging airline, United Airlines, and I remember when I was in the second grade or something like that, one of the treats was my whole class got to go and fly around the bay on a brand new United Airlines Boeing plane that held about twenty people. It was even before the DC3s, and I had a little model of this airplane on my desk. I was so proud of it.

So anyway by 1935 he was flying to the East Coast, I think on business for Standard Oil. This is one of those bizarre events that you just can't figure; he had a choice of flying, and of course flying then meant you took off from San Francisco; you landed in Reno; you went from Reno to Salt Lake City, Salt Lake City to Cheyenne, Cheyenne to Omaha, or wherever; and twenty hours later, or whatever it was, you got to the East Coast, instead of four days on the train. So he had a choice of taking United Airlines, one of these Boeing things—twin engine planes—or, and I think it was an identical plane, one that was owned by Standard Oil, and he decided for whatever reason to fly on the United Airlines plane.

I later found out that Herbert Hoover—of course this was when he was an ex-president—that Herbert Hoover was supposed to be on the plane but then at the last minute didn't go. There was a strange connection with the Hoover family; my aunt, my uncle Fred's wife, had been Mrs. Hoover's private secretary. Uncle Fred had taken care of the White House when the Hoovers

were there; they'd gone to the Rapidan Camp. So there's a lot of Hoover connection in the family. Anyway Hoover didn't go. It was the crack pilot for United Airlines. He was just routinely doing night flying going into Cheyenne and miscalculated, and the plane hit a hill outside of the Cheyenne Airport and killed everybody. It was October 7, 1935. That same night the Standard Oil airplane had some malfunction and crashed in Salt Lake, killing everybody.

Lage: So it wouldn't have mattered—

01-00:52:02

Butler: So it didn't matter. Anyway this was a big deal. My mother, of course, was in absolute shock. She's got two little boys, age eight and ten. My father's law firm, being the lawyers for United, wanted to make a claim against United for the wrongful death of my father because it was clearly the pilot's fault. The weather was perfect, everything was perfect.

Lage: Was it against Boeing or United?

01-00:52:38

Butler: Well, there was nothing with the airplane; it had to be against United. So they had to transfer their client, United Airlines, to Brobeck, Phleger & Harrison, which was the second biggest firm, or whatever it was. The Phlegers were friends of ours and lived around the corner and all that stuff. I don't think Pillsbury ever sued United Airlines on behalf of my father. They made the claim for wrongful death and United paid it. At the time it was—I think the amount was something less than \$100,000, maybe \$75,000—but that was a big hunk of money in those days, right in the middle of the Depression.

Lage: It was in 1935.

01-00:53:29

Butler: Basically my mother lived on that money for the rest of her life. Interestingly enough, my father's friend, Marshall Madison, who at that time became the leading partner, the old Mr. Sutro was still there—Anyway my father's friends all got together and advised my mother on how to invest the money, and one of the things they told her was that Standard Oil was part of a consortium to find oil in Saudi Arabia, and they hadn't drilled the first well yet, but they were very optimistic so they had to buy Standard Oil stock with most of the money. Of course, the consortium found oil about a year later in Saudi Arabia, a few months later or whenever it was. So my mother owned that stock until the day she died, and the basis of the stock, I think, was about 30 cents and it was worth maybe eighty or 100 bucks a share. So that, financially, saved her—

Lage: And your family.

01-00:54:48

Butler: And me, yeah. So we grew up and my mother still had a cook and all that kind of stuff.

Lage: But you had the loss of your father.

01-00:55:04

Butler: But I had no father. In those days the fathers weren't around that much anyway; he'd come down on weekends when we were at Aptos, but we'd be at the beach all summer long, and he'd be at the Bohemian Club, and he'd be at the Family Club and all that stuff that men did.

Lage: They weren't as involved.

01-00:55:25

Butler: As far as I could figure out he was not a glad-hander, but he was an Irish kid who wanted to be somebody in town, and he was somebody. The Rhodes scholarship had started it. I think somebody told me he was in line to be the president of the Bohemian Club and to this day on the fourth floor of the Bohemian Club there's a big bas relief plaque, not so big, with my father's name on it.

Lage: Kind of in memory.

01-00:55:56

Butler: Yeah, in his memory. Forty-two years old.

Lage: How did your mother—

01-00:56:04

Butler: According to my grandfather she was just catatonic for a while. Finally she just cranked herself up and decided—as far as I can figure out she decided she'd never marry again. I think maybe she thought she'd hit the jackpot the first time, I don't know. Whether that was a good or bad decision who knows, but she never did. She decided her job was to raise two boys, and that's what she did.

Lage: So she was an involved parent?

01-00:56:39

Butler: Totally. Because she was a very good athlete—I mean she'd played catcher on the boys' baseball teams. We'd go out, my brother and I, we were both decently good athletes, and she had us learn to play golf, play tennis. We'd get hand-me-down rackets from Helen Wills, you know Wimbledon rackets that she didn't need any longer [laughter]. Played baseball, and up to the time I was fourteen or fifteen years old—and I had a pretty good arm—I could throw as hard as I could at my mother and she'd catch it with this big catcher's mitt. And she was a skier, and she took us to Yosemite starting in the late thirties, and she gave the little ski trophy for the kids' ski races. She loved to fly fish

and go camping—the skiing my brother did, but none of the camping or fishing took with him, but I loved it. Up to the time I was—in 1940 I was thirteen years old, I went camping with my mother and two other people, a packer and a great fisherman friend of hers, for two weeks in Yosemite when we didn't see one other party for a couple of weeks.

Lage: So you'd pack into the back country?

01-00:58:09

Butler: We packed into the back country, Jack Main Canyon and up towards the northern boundary of Yosemite Park in 1940.

Lage: And fished and—

01-00:58:17

Butler: And fished. My mother loved to ride horses; she'd always ridden. I was a disaster on a horse, but I could at least stay on long enough to get there and get back. But if I got on bareback I'd end up in some meadow on my tail-end. I was never good on a horse. So I grew up fishing, which I still do, and camping, which I still do, and all of those things. She was a wonderful mother for boys. She lived five blocks away, so when I finally got back and had a family, my wife and I kind of took care of her. My brother had a very sad life, which isn't worth going into. Anyway it worked.

Lage: And she was able to maintain having a couple of household help?

01-00:59:29

Butler: We were able to have a cook. I remember the morning my father died, I got the news; my mother was just in shock, and it was about eight o'clock in the morning and we had what would now be called—or was then maybe called, I hate the word—a governess, Marian. Someone who took care of us and made sure we got to school, so my mother could do things with my father and be social and go to the opera with phony diamonds on her head and stuff like that. So Marian came and told my brother and me that our father had been killed.

Lage: I'm going to stop right here, I'm sorry.

[End Audiofile1]

Begin Audiofile 2 butler_lewis_2_10-31-08.mp3

Lage: Okay, we're back on tape two with Lew Butler and today is still Halloween, October 31, 2008. We had to break right in the middle of a story there.

02-00:00:18

Butler:

So my father is killed at midnight or whatever it is but it's October 7, 1935, that my mother is told and she's in shock. I just so hate the word, but the governess comes and tells us. I don't actually remember seeing my mother that day. My brother and myself were sent about six houses down to stay with a family on the corner—it was the sister and brother who were our age and great friends of ours. The family's name was Gans. It's actually quite relevant because the neighborhood, which I didn't pay much attention to in those days, was largely Jewish and there was still a huge amount of discrimination about Jews. My mother was part of that, but she'd say things that now just make me cringe like, "San Francisco's got all the good Jews; they've got kikes down there in Los Angeles," that kind of stuff. And she had all these friends that were Jewish but they were—

Lage:

They were the good Jews?

02-00:01:46

Butler:

They were good Jews, but they were Jews, and you don't want Jews in various places.

Lage:

So was it always mentioned?

02-00:01:57

Butler:

Yeah. So Jews were not in Bohemian Club, much less anybody black or Asian or any other thing, unless you were the Nigerian ambassador to the United States or something. So I'm growing up in a Jewish neighborhood where a great many of my best friends were Jewish—

Lage:

And in your public school, probably—

02-00:02:22

Butler:

And public school, and still are. So I don't remember how I felt about it at the time, but later on I felt lousy about it. But I do remember because by the time it came to go to Sunday school, my friends were going to Temple Emanu-El, which is a beautiful building—

Lage:

And just close by there—

02-00:02:45

Butler:

Right close by. I think it had a basketball court; I'm not even sure about that, but I just thought it was terrific, and I wanted to go to the temple, and I had to go to what is the crummiest Catholic church—the neighborhood church, St. Edward's, since torn down here on California Street opposite Laurel Village, or down opposite now what is the UCSF campus. Just a terrible place—tiny, crummy little church. What I didn't know at the time: they'd send all of the Monsignors with alcohol problems; they'd dump them in this little church so they couldn't do too much harm. How many kids got molested? I have no idea.

Lage: But you suspect?

02-00:03:38

Butler: Well, if you look at the record of every other parish, you'd have to suspect it. One of the standing jokes now among my friends is that when I was an altar boy, I was so undesirable I never even got molested [laughter]. Anyway—

Lage: But you were sent to church—

02-00:03:58

Butler: This Jewish thing was a big deal later in my life—a huge deal at the time. I became a member of the Bohemian Club because I liked to go there with my two fathers, Uncle Nelson and Uncle Fred, and I'd love seeing them there. I'd love seeing them there. It was the one time I could see them in kind of this all-male thing. But it just bugged me more and more and more that they wouldn't take Jews and they wouldn't take anybody else that was—certainly no blacks. So I finally quit, and that's another whole long story, when I was in the federal government at that time. But I remember writing to both of them and saying, "Dear revered ones, I'm quitting and part of it is because you guys are getting old and you don't go as much anymore, but also frankly, I just can't stand the policies of the place."

I've since re-read the letters back and Uncle Fred basically said, "Well, maybe you should stay in and try to change the place from inside," which is absurd. Finally they did decide that maybe since all the leading San Francisco citizens were Jewish maybe they ought to take some in [laughter]. Anyway, he said stay inside and maybe you could change something, and I get the letter from Uncle Nelson with this wonderful line at the bottom saying, "I'm willing to support you in whatever you do even if it means living up to your own ideals," [laughter]. I mean that's the kind of person he was—just a fabulous man, whereas Uncle Fred was a general, and he had all of the great characteristics of a wonderful, wonderful army officer and all of the other characteristics—discipline; went to Mass every morning; went to communion every morning; hated killing people; captured a whole German army because he didn't want to kill them. A wonderful man but he was a general to the core.

Lage: Interesting, interesting. So you were sent down to the Gans family, which I'm assuming was a Jewish family—

02-00:06:26

Butler: I was sent down to the Gans family and then the rest kind of blurs. I finished the Madison School; I went to Grant—

Lage: And what kind of socio-economic mix—

02-00:06:42

Butler: Everybody in those schools was sort of like me. That's not quite true. My best friend at Madison lived in a flat on Sacramento Street, but he wasn't poor, it

was just they couldn't afford a house three blocks up the street; they lived in a flat. Interestingly enough Pierre Salinger, who was later JFK's press secretary, was a wonderful student in my brother's class. Pierre came from this French family, and I think he was destined to be a concert pianist. One of the great characters that ever lived, ended up married to a French woman and dying in France, I think. It was kind of the schools that people went to—Bill Coblentz, who became the head of the big law firm and a big political force in town, all those people—

Lage: All went to these—

02-00:07:43

Butler: Yeah and a great many of them Jewish. Then when you got up to Grant School; I never paid much attention then but I now realize I started running into all the Episcopalians, the upper-class Protestants of San Francisco.

Lage: Because Grant School was up in the Pacific Heights area?

02-00:08:04

Butler: Grant School was up there in Pacific Heights. So one of my best friends was Jerry Politzer, who becomes an Episcopal priest and a right-wing Episcopal priest who is fighting the local bishop because the bishop was too liberal later on. All of that kind of stuff, but it was small-town San Francisco. Some of the kids were really rich and some of them didn't have as much but we all seemed about kind of the same.

Lage: And here it was the midst of the Depression-

02-00:08:41

Butler: Yeah and there were no black kids at that time in the neighborhood; no Asian kids, no whatever.

Lage: Did the governess stay on?

02-00:08:53

Butler: No, by the time we were older—I don't know when she left but my mother still had a cook, a Scottish lady who'd cooked in the army.

Lage: Was she an important figure in your upbringing?

02-00:09:12

Butler: She was, because I'd come home in the afternoon, and she did stuff like baking macaroons; spoiled me for life. I thought macaroons just grew on trees. I was getting homemade macaroons that would cost you a fortune if you bought them now. The routine was, from the time I was six years old or so, you come home from school, you get some cookies and milk, and then you go to Julius Kahn playground. You ride your bike down there or you go down on your belly on a Flexi Flyer scooter—I would go down the middle of the road in that thing, and my mother's sister was coming up and reported to my

mother that I almost ran over Lewis as he's on his belly on his Flexi Flyer going to Julius Kahn. But it was that kind of a very pleasant, safe life. We played baseball and football in the street. Later we played even bicycle polo, of all silly games; somebody gave us a polo mallet, you could ride around on a bike and whack a cork ball—

Lage: And you'd played that in the street?

02-00:10:28

Butler: Yeah, we played everything in the street, and when we got older, every once in a while, somebody would hit a home run through the neighbor's window and then we'd have to go and my mother would have to pay for the window. The street between Jackson and Washington on Cherry—up until we were in high school we played sports on that street. There wasn't that much traffic. But Julius Kahn was the big deal. We just were there all the time, and of course all of us wanted to be athletes so we played football in the fall, in the mud, and then we played basketball in the winter because they had a concrete court with—instead of string around the basket you'd have steel mesh, so if you got nothing but net it went “clank.” And we played baseball in the spring and a good friend of my father's was the tennis pro-Howard Kinsey at the local tennis club—and when my father died he offered to give us tennis lessons for nothing, in my father's memory. So I'd be sent down to—it's still there. My wife's still a member, the California Tennis Club there on Bush and was taught to play tennis. So it was—

Lage: And then the summers you were down in—

02-00:11:59

Butler: Actually just at the time of my father's death, my mother's—it was such a small world, not only was Helen Wills her friend, but the leading woman golfer in America was her friend and her name was Marion Hollins. Marion had grown up on Long Island—with Whitneys and people like that—and had won the U.S. Women's Amateur Golf Championship. Of course, they were all amateurs so the only women golfers had to come from families of some wealth because you couldn't make money playing tennis or golf. The same for Helen Wills—her father was a doctor in Berkeley. Anyway Marion Hollins—it's a long story but the short version is that she was a great golfer and never married. She was my Aunt Marion. In the 1920s, over drinks one night, she'd made a deal with two people that whichever one of them made a million bucks first; and how they were going to make a million bucks, none of them had any idea; they'd give \$25,000 to the other two. Well, Marion's brother is a big speculator, and he gets her involved because she came from a family of some significance on Long Island. He gets her involved in an oil investment down in Kettleman Hills and they find oil—the biggest oil strike in this Bakersfield area, the beginning of the boom in oil down there. Marion makes a pot full of money-

Lage: And when was this?

02-00:13:50

Butler: Probably just about the time of the crash in 1930. No, probably 1927 or sometime, because by that time she's not only the women's golf champion but she has been selling real estate for Pebble Beach and she helps lay out the golf course that's now Cypress Point. Probably the most famous 3-par hole in America, if not the world, is the sixteenth hole at Cypress Point, and the history is that—Marion was a big woman. Later one of the great women golf stars said she was just a big bundle of Scottish clothes, basically tweeds. Just this huge bundle of tweeds that would wind up and hit the ball a mile. Out there on the ocean she tees up a ball and hits it across this 200-yard expanse and that becomes this famous sixteenth hole at Cypress Point, which is still a private course. The architect is Alistair McKenzie, who eventually designed the famous Masters course in Georgia and designed the Pasatiempo course in Santz Cruz and all of that.

So Marion has all this money so she buys a ranch outside of Santz Cruz, which is the Pasatiempo ranch and she loves to play polo—just another world—and has a lovely house built by a promising young architect who is Bill Wurster. It's in the thirties, and he's built another house that made him famous in the Santa Cruz mountains—anyway all of this stuff is going on and she's going to present the \$25,000 to the two friends. It's all during Prohibition so they have—and I've seen the photographs of it and actually have a book about it upstairs—they have this blowout; I mean I know nothing about this, I'm two years old at the time, but my father is her lawyer. So they have this party; they get a roadhouse down on the highway to Santa Cruz, right next to Pasatiempo; it's during prohibition; they pay off all the cops—they not only can drink as much as they want, the cops are guarding the loot. The pictures of the party are unbelievable. Everybody has an oil derrick in front of their place, and the dinner doesn't start until like 11 p.m.—they're probably all been drinking for who knows how long. At a quarter of twelve, my father gets up to announce that Marion is so fond of these two people and she's making the gift but to make sure that they're taken care of for life she's giving them the \$25,000 in trust. Now \$25,000 is a great deal of money, but both of these people have it spent. One of them was a famous polo player whose relatives are still around here—

Lage: You mean they'd already counted on it.

02-00:17:10

Butler: So there's just this groan that my mother's in on the deal and she knows. So my father's standing up there making this speech and he's reading—and I've seen a copy of the trust, it's got red ribbons and seals and all of this junk on it—and he's reading along and at about five of twelve he reads the last sentence, which is that the trust terminates at midnight that night [laughter].

So five minutes later in come these paid-off cops apparently with \$25,000 in cash. I mean you talk about the roaring twenties, it was unbelievable.

Lage: It was probably good they got it in cash or it would've been lost in the crash.

02-00:17:52

Butler: So whatever they did; Marion died broke. The Depression killed her because she took all her share of the money, bought this ranch in Pasatiempo and had her friend Alistair McKenzie, the great golf course architect, design a golf course—still one of the hundred most famous golf courses in America. She has her own house on the golf course, and she essentially almost gives my mother the lot next door, sells it to her for a thousand bucks or something. Two acres on the fifth hole at Pasatiempo and at that time my father's alive so they get this promising young architect, Bill Wurster, and he designs a wonderful summer house for them called Four Corners—still a famous house, now destroyed.

Lage: And this was for your parents?

02-00:18:48

Butler: This was for my parents, and the house is finished just about the day my father dies. So from then on every summer we go to Pasatiempo and live in that house, and I learn to play golf, and I make money caddying, and I meet my still best and oldest friend in the world, who lived next door and ran a plumbing business in Santa Cruz. So we grew up all during those Depression years on the Pasatiempo golf course in the summer, and then during the war it was rented to an army officer. When my brother got in terrible trouble, that's where he and his family moved to and the children went to high school in Santa Cruz, and finally it was sold.

So I was spending the week in San Francisco and then getting in the Buick with my mother, and Nellie the cook, and my brother, and maybe a friend for me and a friend for my brother, and we would drive to Santa Cruz down Bayshore on the four-lane highway, no division, turn off at Sunnyvale at the Moffett Field and drive to Cupertino and Saratoga, Los Gatos, and over the hill, get carsick on the winding road until they put in Highway 17, which was the big modern highway, still a death trap.

Lage: It is.

02-00:20:20

Butler: So that was our life.

Lage: And that was somewhat isolated from the world and its problems.

02-00:20:28

Butler: Oh, completely, and I'd have my friends when I was in high school; my friends couldn't believe this because we'd go down there and we'd play

football on the golf course, tear up the fairway, but nobody was playing golf so it didn't matter; always played baseball on the golf course. Then we had rubber tire coasters, and we'd go up on a big hill that turned out to be the third hole and ride down and jump the sand trap in the coaster. It was just this totally protected existence in the Depression with my mother having enough money to do that.

Lage: Was there ever any talk about—I'm just thinking of your future, what made you a person so concerned about the broader world? Was there any talk about the Depression?

02-00:21:16

Butler: No.

Lage: You heard about Roosevelt—

02-00:21:18

Butler: Yeah, I heard about Roosevelt. To her dying day my mother denies that they ever said a good thing about Roosevelt, but I was five years old when he got elected, and I remember because I was pretty low down to the ground that we had a Blue Eagle—the NRA Blue Eagle, which was the National Recovery Act. That was the symbol of “Let's get America going again.” There was a Blue Eagle on the front window. Now my mother denies that that ever existed, but I have a very distinct memory that for a while there they were—not like my grandfather who just hated him from day one, but they thought the country needed to get going again and maybe this guy could help.

But there was this Hoover connection. I never knew Mr. Hoover but as I say my aunt was Mrs. Hoover's—my aunt had gone to Stanford, was getting a PhD in mathematics; she was married to Uncle Fred Butler and it was Philippi Harding. She was a brilliant student at Stanford in a day when women like my mother didn't go to college. Anyway she became private secretary to Mrs. Hoover when they were in the White House and they spent a lot of weekends with the Hoovers at Rapidan camp and because my uncle was in the Corps of Engineers, somehow he got responsible for the White House, because I guess the U.S. Corps of Engineers apparently fixed the toilets in the White House, I don't know. So there was all this connection to the Hoovers, and they would go with the Hoovers to the Rapidan camp on the weekends. Mr. Hoover was a big fly fisherman because I remember as a kid, we had fly rods around the house that my uncle had given to my mother that belonged to the Hoovers.

So anyway Hoover loses the election, comes back to Stanford—as I say I never met him but I think I met Mrs. Hoover somewhere along the line, I don't really remember. What I remember is—and I only found this letter a couple of years ago—when my father was killed Lou Henry Hoover, Mrs. Hoover; she obviously wrote a letter to my mother about that, but it wasn't as if my mother was her great friend or anything. It was because of this

connection through my aunt and uncle, but she wrote a letter to my brother and me. Now whether it ever registered with us at ages ten and eight, I have no idea, but I found the letter and it basically said, this is so sad, your father was a wonderful man, handwritten, Lou Henry Hoover.

Lage: That's very nice.

02-00:24:13

Butler: Amazing. I don't know that people do that these days and certainly not the wives of ex-presidents, but anyway she did it.

So that was our life, going to St. Ignatius. My brother was two years ahead of me. He was just seventeen too when he graduated so—

Lage: Was St. Ignatius a different—

02-00:24:40

Butler: St. Ignatius was right up here; we walked to school. From the first grade until I finished high school I never did anything but walk to school.

Lage: And you had Jesuit teachers

02-00:24:58

Butler: Yeah, we had all Jesuit, what they call scholastics priests-in-waiting. Two of my best friends from my class both became Jesuit priests, still are. Our teachers were these scholastics; every once in a while, the guy that ran the school, the principal, would be a priest and so on, but the rest were scholastics. I was an altar boy in the sanctuary society and all that stuff. It turned out that I was a good student, always had been. So by the time I finished, I had finished first in my class at St. Ignatius, and like my brother I got a scholarship to go to MIT and I was just seventeen.

Lage: To MIT, you said?

02-00:25:47

Butler: Yeah and I thought I wanted to be a scientist or something, I don't know what I thought, but my brother had gone to MIT. I think what happened for us, frankly, they had a regional scholarship during the war—my brother graduates in 1942, I graduate in 1944, the war is on. I know I'm going to go in the military before I'm eighteen, so I could go in July to MIT and finish a year of college by January. And then come home to go in the navy; take the test to become a radar technician and I'd go in the navy as a seaman first [class], which is what happened, and I got sent to Great Lakes for boot camp. My brother was in the NROTC at MIT and eventually comes out of there commissioned as an ensign, but the war ended just about that time. It ended when I was at Great Lakes and when he was just finishing up midshipman training, so neither one of us ever got shot at.

Lage: Why were you so determined to just do the year of college?

02-00:27:04

Butler: I think my mother had some idea that you had to go east to college. After the war, I kind of wanted to go to Stanford, and the husband of one of her best friends was Don Tressider, who was then the head of Stanford, and I even wrote to him about that. He wrote back a very nice letter, which I have. But my mother still had the idea that you were supposed to go east to college, and we'd gone and looked at colleges for my brother, and he'd settled on MIT. For some reason I didn't want to go to Harvard because Harvard was where sissies went; I knew a bunch of sissies from San Francisco that went to Harvard. I'd seen Yale, and it was in a city. Those are the only ones I knew the names of, and I'd gone by Princeton and it looked okay. But I was very good in science and math and I thought I'll go to MIT like my brother.

Lage: Did MIT have the reputation then that it has now?

02-00:28:07

Butler: Yeah, except when I got there everybody said, why didn't you go to CalTech? [laughter] It's closer to home. It's as good as MIT. Yeah, MIT was the best. It was the most prestigious scientific school in the country. It had none of the stuff it has now; no economics. It did have architecture because when I was there Bill Wurster became the dean of the School of Architecture at MIT so I would go up to see Mr. Wurster, because he and Tommy Church had done the house in Santa Cruz, and I just thought they were my mother's friends. I didn't know they were the most [laughter] famous architect and landscape architect, and they weren't at that time.

Lage: Church did the landscape design for the house?

02-00:28:50

Butler: He did the garden. My first job I ever had in my life was working for Tommy Church. I was twelve years old and he paid me to move pots around for the clubhouse in Pasatiempo. My mother was so excited about it; she was a great friend of Tommy's so she wrote to him and said that she'd like back the cancelled \$12 check that was my first paycheck and got it. We always had fourth of July and Thanksgiving with Tommy Church and his wife because it was a group in the Santa Cruz mountains.

By the way, years later he came to help when Sheana and I bought this house. Nobody would buy it, it was so ugly and I called him up and I said, "Mr. Church would you come look at my house"—you know, I'm a young lawyer. I said, "It's really ugly and we're hoping we can do something with it." This is 1960. He came out, took a look, walked across the street, he came back and he said, "Lewis, I thought you were kidding, but it is really pretty ugly" [laughter]. But he said, "I think we can fix it." So he laid out a flying buttress that's still out there and the flowerbeds in front because the house looked like it was going to fall over—it was so tall and thin—got it anchored to the

ground and did a little drawing of the backyard and went home and sent me a bill for \$100. Wonderful man. Wonderful man. Anyway, so that was what we grew up with, and I get to MIT, and the high point of it is that I get to be the center on the basketball team.

Lage: Is this is your freshman year?

02-00:30:47

Butler: My freshman year. I play all of every game. Now the reason this is important is that years later at our high school reunion—I played freshman basketball at St. Ignatius with a wonderful bunch of people, one of whom, Rene Herrerias, became the coach at Berkeley years later.

Lage: I remember his name.

02-00:31:11

Butler: And we were all great friends. It was a hundred-pound basketball team; Rene weighed about ninety-five.

Lage: He was a real little guy.

02-00:31:18

Butler: Little guy and a great shot. Scored fifty points when he went to St. Dominic's grammar school. By that time, of course, I was a year younger than everybody else, I hadn't grown yet to the extent I did; I wasn't that good. I played schoolyard basketball, but I just couldn't make the basketball team in my senior year, and it was a pretty good team. The year before there was a future all-American on it named Kevin O'Shea. St. Ignatius had won the school basketball championship. Anyway, fifty years later at the reunion, my great friend who I had played on the freshman team with, Bud Marovich, introduces me by saying, "Lew looked all over the United States for a university with a basketball team so bad that he could play on it, and he found one." And he said, "That's not the whole story, he did it twice." Well, that was true because it turned out the war ends when I'm at Great Lakes. The navy sends me to Oregon State in the Naval ROTC. I sort of play on the Oregon State basketball team but by that time good players are coming home. Then I don't know what to do; I don't want to go back to MIT, so I apply and I got to Princeton. Princeton's greatest basketball player flunks out, and they need a center and so I actually get to play half the time—

Lage: On the Princeton team.

02-00:32:49

Butler: On the Princeton team. The next year the Princeton team was better, so I was the second string center.

Lage: So you got some college-level playing.

02-00:32:57

Butler: So that's Bud Marovich saying that I managed twice in my life to find basketball teams so bad that I could play on them, which was absolutely true. At MIT we were playing such bad teams that we actually won about half the games. At Princeton I think we lost nine straight the first year.

Lage: They didn't have Bill Bradley yet.

02-00:33:16

Butler: No and years later—this is funny for me. Years later when Bradley's running for president, a friend of mine's backing him, and he gets money from me, and he says you got to come for the reception. I'm hiding in the back of the room. He says, "You got to go up and meet Bradley." I said, "That poor guy, I feel sorry for candidates having to meet all these strangers." So they march me up there and this friend, Marty Krasney, says to Bradley, "Well, you guys have something in common, you both played basketball at Princeton." And I said, "Yeah, there's a slight difference. I was Princeton's worst basketball player ever and you were its best." And he said, "Well, I don't believe that." I said, "No wait a minute, I wasn't the worst." I said, "Your economic adviser was the worst." And he looks at me and said, "What are you talking about?" I said, "I beat out Paul Volcker for the basketball team [laughter]." Paul Volcker was 6'7" or 6'6". He was a brilliant economics student. Who knows he was going to become this legend as the head of the Federal Reserve?

Lage: And now he's coming back in, Volcker.

02-00:34:30

Butler: Oh, of course. Paul Volcker is one of the great citizens this country has ever had. Never took a dime, lived modestly, smoked cigars, watches basketball games. Well, they hoped that Paul would turn into a real basketball player, but he couldn't jump and he couldn't run. In the second year they were going to put him on the team as the second string center, and I was going to have to play JV. Finally the coach just came to me, he says, "All right, Lew, I guess I got to take you," because I had played very well in a game in Rutgers. So I was on the team.

Lage: And Volcker was not.

02-00:35:16

Butler: Years later with Elliot Richardson, who I'd worked with in Washington—Elliot had invited me to a meeting in Boston to talk about economic stuff and Paul Volcker was there. I hadn't seen him literally since college. I walked up to him, and I said, "Paul, I'm Lew Butler." He just started laughing, and he said, "Weren't we terrible?" I said, "We were awful." [laughter] That's the first and last time I saw him, but Paul Volcker to me is just an example of a great, great citizen. He's never asked for anything for himself and every time the country gets in the trouble, or the U.N. gets in trouble, who do they call on? They get Paul Volcker to look at Oil for Food over Iraq. They get Paul to

look now at the situation—Greenspan is in disgrace and Volcker looks like a hero.

Lage: We didn't talk much about St. Ignatius. Did that make an impact, the Jesuit education or the kind of people you met?

02-00:36:29

Butler: I don't think it made me more of a Catholic, but I just sort of accepted that I was a Catholic and I was the altar boy. Those two good friends, both of them go to the novitiate and become Jesuit priests.

Lage: Did you ever have any thought along those lines?

02-00:36:53

Butler: The answer is no. I liked girls. I don't know, I never thought seriously about it. I'd seen my Uncle Raymond as a Jesuit priest, and I wasn't sure that was a great deal. My mother used to give him a bottle of whiskey when he came to visit, and they had a charade that the whiskey was for one of the older Jesuits who'd been ill and could use a little drink. Uncle Raymond would take us to the Santa Clara-USF-St. Mary's football games and so on. My mother always thought that he should have been a bartender not a Jesuit priest, and Uncle Fred should have been a Jesuit priest because the general was such a holy guy. Anyway, I'd never thought about being any kind of priest.

Lage: But as you look back on it, was it a good education? Were you stimulated intellectually?

02-00:37:56

Butler: It was a wonderful education. The scholastics were terrific. One of them, the freshman basketball coach, Francis Sausotte, when he was a priest married Sheana and me. He was assisted by Dutch Olivier, my good friend who was a scholastic on his way to being a Jesuit priest—married in the mission down in San Luis Ray near Sheana's home. It was just part of my life. I was a Catholic, and I stayed a Catholic up to the time our kids were younger. We went to mass in McLean, Virginia. We'd go to the five o'clock mass, and Ethel Kennedy was our next door neighbor, around the corner neighbor, and Ethel had her troop of six kids going to mass. By the time we got back here and my son went to St. Ignatius, they told him to cut his hair and pray for the football team, and that was about enough for him. About that time I just decided that I'd had enough of the Catholic Church. The pope, the pro-life, anti-abortion, all of that stuff. And I feel even more strongly now that the church has had a bad influence. Anyway it was my life. It was what I grew up with and what I knew—

Lage: It's like family.

02-00:39:29

Butler: Yeah, and Uncle Fred was, as I say, a devout Catholic.

Lage: Was Nelson Hackett?

02-00:39:36

Butler: No, no he was a good Episcopalian until he started studying astronomy at about age eighty, I think, or seventy-five. He was always subscribing to magazines to try to educate me—The *Bulletin of the Atomic Scientists*, the *Manchester Guardian*. I mean it was wonderful, these things would just come at Christmas time—

Lage: Just kind of opened your horizons.

02-00:40:06

Butler: Well, yeah, but he never lectured; he'd just send me stuff and say you might be interested. Of course I have his letters, and I would write poems about him on his birthday. I mean the most wonderful letters you could imagine. Anyway along about age eighty, I think, he marched down to the Episcopal church in town center in Piedmont and said to the local minister, "I'm just all for your church so I'm doubling my contributions to the church." Apparently they said, "That's very nice," and he said, "The main reason is that I just don't believe in God anymore but I really like your church, and I want it to succeed." [laughter] By that time he'd become an astronomer, and they knew about the Big Bang and a few things like that, and he decided, you know, it just doesn't work anymore for me. He didn't give up on ethics or any Christian virtues, any of that. But he gave up on the theology.

Lage: How about your mother, did she become a Catholic?

02-00:41:15

Butler: She never became a Catholic, but she was so devoted to my father's memory that she wanted us to be raised Catholics as he would have wanted. I think they were married by a Catholic priest, but religion was not a big deal in her family, not at all.

By the way, just something to completely skip around—when I was at MIT, we had to take English. We were taking calculus and chemistry and physics and mechanical drawing, I mean that was the prescribed curriculum, but their bow to the liberal arts was you had to take one history class and one English class. I'd taken the English class and the professor wasn't very good. They didn't take English very seriously, and I didn't either, but I had to write a paper. I've still got the paper. I think I got a B on it because there were a lot of misspellings and grammatical errors, and I obviously didn't work very hard at it. But I needed a subject for the paper and some other student had touted—he said you might be interested; here's an article in *Popular Mechanics*, and the article was about that you could build an atomic bomb. The key was that you had to get enough Uranium-235, the radioactive element in uranium—and it's only at most half of one percent of all uranium that you dig out of the ground but that's why the uranium is radioactive as an ore. So I got this thing—

Lage: Now what year are we talking?

02-00:43:09

Butler: It's actually the fall of 1944. So I write this paper that if you can get—and at the time they thought it was ten kilos but there was only one ounce in the world, to anybody's knowledge. If you could get ten kilos of Uranium-235 and you could split it in half, and you could fire half of this grapefruit into the other half of the grapefruit, you'd get an unbelievable explosion.

Lage: And this came out of the *Popular Mechanics* article?

02-00:43:53

Butler: Yeah, and there were a couple of other things written up to about 1940 and nothing after that. So I took whatever had been written, and I wrote this crummy little paper with a picture of doing this, and said "World War II is on, and if anybody ever gets one of these things, like the Germans, they could blow us all up, but it's highly unlikely because you need ten kilos of it. There's only known to be an ounce or two in the world, and they couldn't possibly get enough of it to make a bomb." There's a bunch of other trite kind of things in the paper.

So I'm at Great Lakes, August 14, 1945, almost a year later, and they bomb Hiroshima. Most people don't realize they never tested the bomb that they dropped on Hiroshima. That was not the one they tested. They tested the plutonium bomb down here in White Sands because they didn't know if their solution—because plutonium could easily fizzle—they didn't know that the solution was to surround this thing with dynamite and blow all the pie pieces together. But they knew they could just take two pieces of Uranium-235 and fire one at the other and it would blow up, and that was the bomb that leveled Hiroshima.

So I'm at Great Lakes and suddenly there's this unbelievable story. Newspapers run the story, and the whole navy is up in arms about this incredible development because we thought we were going to be in the naval invasion of Japan. So my best friend there—I was then working in the chow hall because I'd missed out on my training. Anyway, my best friend comes to me; later a roommate in Princeton, Kenny Frantz, and says "God, Lew, there's this bomb going off." And I get the paper and I said, "That's my bomb." [laughter]

Lage: They took your paper.

02-00:46:03

Butler: Yeah, and for years I couldn't find the paper and then I found it so it's upstairs. The irony of all of that is that in 1981 Sally Lilienthal comes to me and says, "I want to start a foundation in San Francisco." Her husband, Phil Lilienthal, who was with the UC Press in Berkeley, wonderful, wonderful man, and Sally says, "I'd like you to be on the board and we're going to get

together to figure out what to do.” She said, “I’ve been giving money to international stuff, but I don’t know where it’s going, and I think there are a lot of people like me, and I want to collect money and make sure it’s going to the right place and do the research. It’ll be kind of a collection of donors and we’ll give their money away, so will you come on the board?” So I come on. I got to the first meeting of the board—there are about seven of us, and we’re in Sally’s living room. (pause) Stop this for a second, will you?

Lage: Okay. [pause in recording]

02-00:47:19

Butler: Anyway, so I go to Sally’s living room, and we’re sitting there on the sofa, and I’m sitting next to a guy I’ve never met before, and I’m introduced to him. Turns out his name was Owen Chamberlain. I don’t know what he does. So I start to say something like “What do you do for a living?” and Sally grabs me or kicks me or does something and drags me away and says, “He’s got a Nobel Prize in physics at Berkeley.” I thought, whooo. I remember because I’ve told this story many times at board meetings afterwards. When Owen was sick he would still come to our meetings, and I’d still talk with him about it. We have a discussion; there are civil liberties problems all over the world, Sally’s been with Amnesty International trying to rescue journalists that have been imprisoned. There’s a hundred world problems. I’ve had nothing to do with them since my days in the Peace Corps, and that’s why I signed up, because I said to Sally, “I’d like to get back and learn something about foreign affairs.” We’re saying, what are we doing? What about this and what about that? and at that point Owen, one of the world’s quietest people, quietly says, “You know there are a lot of problems in the world.” I forget how he puts it but he says, “There’s one that’s so much bigger than all the others, it just dwarfs them, and that’s nuclear weapons, and if we can’t get rid of them we can destroy civilization.” I don’t remember the details but there’s a lot of silence. That’s it.

Lage: So there was this kind of consensus.

02-00:49:32

Butler: There was never, I don’t think, ever any more discussion. We’re in the nuclear arms control business. That’s what we’ll do with Ploughshares. So we would keep having board meetings, Owen would keep coming, and I got to know Owen and I told him this silly story about the Uranium-235, and I said, “Owen, I’ve got to come over and get educated. My last physics were my freshman year at MIT.” So I would go over to the Faculty Club at Berkeley and have lunch with Owen, and he’d teach me physics. He would tell me about being at Los Alamos.

One thing he didn’t tell me, but somebody else did, was that after they’d set off the plutonium bomb at White Sands, and it had just fused all of the sand into glass, that Owen—who was the youngest physicist at Los Alamos, it was

before his Nobel Prize, which is sort of interesting. I don't think Oppenheimer ever got one, but he got one. Anyway, Owen went with some friend, and they picked up shards of glass, and when the war was over, they packaged them up in boxes; I think this is accurate, but I didn't hear it from Owen, I heard it from others. They mailed these boxes to the mayors of the ten largest cities in the United States with a note—of course Owen at that point is not a Nobel Prize winner, he's a young professor who's going back to Berkeley—with a note saying, "If you don't want your cities to look like this someday, you have to work for the control of nuclear weapons."

Lage: That's a powerful way to get a message out.

02-00:51:33

Butler: When I heard that I was just sold on Owen. So we became, even though I wouldn't see much more than at these lunches every few months and then at the Ploughshares board meetings, I really thought of him as a friend. Actually it makes me very sad thinking about him [pause]. So Owen retires from Berkeley, and he calls me up and he says, "Will you speak at my retirement party?" I said, "Owen, these are all these physicists. What the hell am I going to talk about?" He says, "Well, whatever you want to talk about. You know me as a citizen." [pause] So I talk about Owen as a citizen, and it was wonderful because Ernest Lawrence's widow was there, and my mother had been a friend of Ernest Lawrence because he spent a lot of time in Yosemite, and I'd known Dr. Lawrence when I was younger, and I actually saw him a few weeks before he died. Tragically, never should have died—some malpractice by some doctors. Anyway, Mrs. Lawrence was there and all these other physicists, and I'm talking about [pause] basically that Owen had essentially created the Ploughshares Fund. He wasn't the starter of it, but he was the guide of it. I haven't thought about Owen for a long time. Anyway, that was my experience with nuclear physics, except that I ended up as the chairman of the Ploughshares Fund for twenty-five years.

Lage: That's a good connection. I think this is a good time to take a break and start up next time.

02-00:53:55

Butler: All right. Fine. Did you ever know Owen?

Lage: I didn't know him. I certainly saw him. We did an oral history with Owen Chamberlain also.

[End Audiofile 2]

Interview #2: November 12, 2008

Begin Audiofile 3 11-12-2008.mp3

Lage: Today is November 12, 2008, and this is the second interview with Lewis Butler. I'm Ann Lage, for the Oral History Office at the Bancroft Library. Okay, we wanted to follow up a little bit from last time. We talked, after we turned off the tape, that we didn't get a good picture of your mother, or not a full picture, what kind of a woman she was. And that led to a book that you've been looking at of late, about her heritage.

03-00:00:36

Butler: [chuckles] My mother was a very strong woman. And that was good and bad. I think she thought that somehow she came from a distinguished family and all of that. As my wife always said, in retrospect, the family was just full of losers. [laughs] But anyway, my mother, I guess, was raised to think that she was an important person. And after the great tragedy of my father's death, one, she devoted herself to raising two boys. And she just kind of went on as if she was still an important person, even though she didn't have a lot of money and all that stuff.

Lage: When you say important, was there a little snobbery connected with this?

03-00:01:32

Butler: Yes, absolutely. Absolutely. And her father was in, and her husband had been in, the Pacific Union Club and the Bohemian Club. And one of the deals she constantly—not constantly, she sometimes talked about—was that her mother's name, it was Lucy Upson, for whom she was named. And the Upsons were very fine people. Well, I never paid any attention, whatever. I think I maybe met an occasional cousin Upson somewhere, but it wasn't until really after my mother was dead that I was reading a book on the transcontinental railroad, and found out that Lauren Upson was the first editor of the *Sacramento Union*, and was a great pal of Ted Judah, who was promoting the railroad then. And he was editorializing for Judah and for public roads. I didn't realize you had to campaign for public roads in 1852. But anyway, Lauren Upson's granddaughter was Lucy Upson, one of his granddaughters. And that was my mother's mother, for whom she was named, and for whom our daughter is named. So long after she was dead, I started actually finding out that this guy Upson was a pretty good— was a *very* good guy. And even after Ted Judah got chiseled out of the railroad deal by Leland Stanford and Huntington and his pals, he went on championing the railroad and would appear in the trains with the Big Four when they were opening the new tracks over the Sierra and all that stuff. So I think that accounted, in part, for my mother's feeling that she was somebody special.

Lage: Were there ways that your mother might have shaped you, either by reaction or as a model, as a person?

03-00:03:45

Butler:

Well, I think I mentioned she was a terrific athlete. And so that was a big priority. And I think that was a very good thing for me, because who knows what you might've done otherwise, but I've always enjoyed playing. But I might've ended up just some guy that spent his whole time as a scholar.

Lage:

Because did you have those tendencies, too? The reading and—

03-00:04:16

Butler:

Yeah. And I'd been in high school and I graduated first in my class, and my father had been a Rhodes scholar and all that junk. And it would've been easy to have kind of gone in that direction entirely. Instead, I was a mediocre athlete, so I got more than my dose of humility by playing bad basketball, bad football, [they laugh] and bad baseball. But anyway, she certainly shaped that. The skiing and going to Yosemite and all of that. Her tendency towards snobbery, I think, also had a big effect on me, because I didn't like it.

Lage:

Did it bother you even as a youngster?

03-00:05:05

Butler:

I don't think I noticed it, but I certainly noticed it as the years went on. And I really noticed it when I got married and we're back here, and my mother's telling my wife, who comes from a much more distinguished family [laughs] than my mother's, that she ought to have white gloves, and bought her a hat with strawberries on it so she could go downtown in San Francisco. Told her not to call her husband at work because you never bothered men at work. That kind of stuff. And had her enrolled in the Town & Country Club in San Francisco. So by that time, I began to be somewhat aware that this was not exactly the way to go.

Lage:

Okay. [laughs] Well, we'll talk more about that when the time comes here. You mentioned Yosemite just now. And last time, after we turned the tape off, we decided to talk maybe a little more on Yosemite. Let me pause here for just a second. [recording stops & re-starts] Okay. You had said how important Yosemite was to you. And you met people there and—

03-00:06:16

Butler:

Well, I never remember a time when Yosemite was not a big deal in our lives. And it's still a big deal. My wife and I go there every year to celebrate our birthdays and so on. But here we are in the middle of the Depression. I don't know anything about the Depression; all I know is that for someone like my father, who had a job, there was always plenty of money around and time to do things. And so there're pictures of the family. We'd go to Yosemite in the days when there would be snow in Yosemite Valley. They had ski joring, where you skied behind a horse. I never did that, but there're pictures of the family, my father included, riding around in a sleigh in Yosemite Valley. Now, we didn't have enough money to stay at the Ahwahnee Hotel; we stayed at the lodge and had a little cabin, 22-C, that years later, when my father was

dead, we always went back to, to go skiing. And my mother gave the little trophy for the junior skiers. But it was also in those early days, my father would— We'd be there in Yosemite for the summer.

Lage: For the entire—

03-00:07:38

Butler: At least for— maybe a month, I don't know. Two weeks, a month. And my brother and I would be put in the Little Grizzly Club, which was basically babysitting, so my mother could go have a good time.

Lage: And what did she do to have a good time?

03-00:07:53

Butler: What did we do?

Lage: Did she go hiking and other—

03-00:07:55

Butler: Well, they'd take us out and teach us nature courses and all this kind of stuff. And as we got older, you'd get to hike up to little Yosemite, over Vernal and Nevada Falls. But I don't know what I did when I was six or seven. I did whatever you do at that age.

Lage: But did your parents go off hiking?

03-00:08:13

Butler: I don't think they went hiking. My mother loved to ride and was a good rider, so she'd go off on a horse, on trails. But also in those days, they had a tennis court at the Ahwahnee Hotel. They'd play tennis there. And she'd go fishing. She was a very good fisherperson. Left-handed caster. She was ambidextrous. And she had all these friends. And then in the winter, we skied. And at that time, she was getting to know the woman, Mary Curry Tresidder, that ended up, really, as her closest friend when they were both widows, after the war.

Lage: And did she meet her in Yosemite?

03-00:08:55

Butler: Yeah. Because Mary's father had started the Yosemite Park and Curry Company and pushed out all his competitors. And her husband, Don Tresidder, was running the company in those days. But they were sort of in the higher echelon in the early days, my mother's friends were. The lady that was the hostess at the Ahwahnee Hotel and— It was very much a kind of precious little group of people, because not everybody could afford to go to Yosemite in the—

Lage: In the depths of the Depression.

03-00:09:33

Butler:

Yeah. I remember going— We'd go to Sacramento on the riverboat with my father, the Delta Queen. And there's a family story, and I think it's true, but my recollection—I forget if I said this before—I'd get a silver dollar every birthday from Nelson Hackett, my godfather. Well, a silver dollar was a hell of a lot of money. And so I'd park them away in some kind of bank, probably the proverbial piggy bank, I don't know. But anyway, when the bank holiday came and you couldn't get any cash, my bank was raided for six bucks, by my mother and father, [laughs] because we were taking a trip to Sacramento on the Delta Queen. You'd put your car on the boat. I remember very well, a '32 Buick, with wheel wells, because we drove it later—actually, the '36, too, because my mother would buy a Buick every four years. And you could put skis or bicycles wedged in the front of the car, and go off to Yosemite. So anyway, the car would go on the boat. And you'd get on at night and spend the night, and get off in the morning.

And while my father did his business, which I later discovered was [chuckles] lobbying for the Standard Oil Company, I was taken to—I was given a certificate from the captain of the boat, to show that I was an honorary captain of the Delta Queen, and something with an orange poppy on it, from the state government—all of this wonderful stuff—and then taken down to the floor of the state legislature, because one of my father's good friends was a guy that lived around the corner—a wonderful, wonderful man named Joe Feigenbaum—and Joe had a brief stint as a state legislator. I think the legislature only met every two years.

And so anyway, I got to go down and sit on Joe Feigenbaum's lap and press a button. I think I voted on the size of clams, somebody told me. But anyway. And it was years later that Joe Feigenbaum was a wonderful friend, and his daughter and son-in-law, the Fishers, Doris and Don Fisher.

But anyway, it was that kind of world where, in the middle of the Depression, if you had a job and you had money, you went to Yosemite. My father would go to Yosemite on the railroad. We'd be up there for at least two weeks or a month, and he'd arrive on Saturday morning, with the railroad that came into El Portal. And then there'd be some kind of stage that brought him up, a motor stage, brought him up to Yosemite. And then he'd leave Sunday and go back down and get on the train, and get off in San Francisco at the Oakland Mole and take the ferry back home to go to work.

Lage:

The network of people that you mentioned—like you just mentioned the connection to the Fishers, and earlier you mentioned Ernest Lawrence and the Stars and some connection with Yosemite.

03-00:12:56

Butler:

Well, Ernest Lawrence, that was later, of course.

Lage: Oh, that was a later connection.

03-00:13:02

Butler: That was after my father died. But I think Ernest Lawrence got his Nobel Prize in 1937 [1939], at which point I was ten years old and in school. But it was a big deal because it was the first Nobel Prize, and we studied that in our little science class. And then years later, when he ended up on the board of the Yosemite Park and Curry Company— And my mother was there all the time, and she was kind of Mary Curry Tresidder's assistant when they entertained board members and that kind of stuff. And so my mother got to know him. And then the other part of that was that the Starrs, Walter Starr, Sr., were great friends. And their son, Pete Starr worked for my father.

Lage: Oh. And how did they know Walter Starr, Sr.?

03-00:13:56

Butler: I don't know. I don't know. Somewhere—

Lage: Some other connection.

03-00:14:00

Butler: It was a pretty small world. But I think they knew him before Pete Starr— Walter Starr, Jr., was his name—went to work for my father. And when he didn't show up for work one day in 1933, that's when they started wondering and started the search in the Sierra. And weeks later, when the search had failed, a wonderful old timer, famous old mountain man named Norman Clyde, went back into the Minarets and found Starr's body on what is now Starr Minaret. And that was a big deal because my father gave the eulogy at the funeral for Pete Starr. And it was that eulogy that ended up as the introduction to the Sierra Club's first book, *Starr's Guide to the Sierra*.

Lage: Oh, my goodness. I didn't know that.

03-00:15:05

Butler: And Walter Starr, Sr., and his wife Carmen were great friends of Ernest Lawrence. That's the only time I remember seeing Lawrence, would be at events at their place down in Mission Peak, by San Jose. And of course, Ernest Lawrence was just about as likeable a guy as you could find. He was the opposite of the Oppenheimer-type physicist. He was a wonderful politician. That's how Berkeley built its physics department. [they laugh] So anyway, that was a big deal.

Lage: Very good. Okay, well, were there other things that came to mind since our last session that you wanted to—

03-00:15:53

Butler: About?

Lage: About what we talked about last time, or anything you wanted to expand on. We've gotten you up into MIT and almost off to the navy, I think.

03-00:16:04

Butler: No, it was just very ordinary time. One thing I remember is that there were no black people in San Francisco. And so my only contact with what we now say are African Americans would be being put on the train at age seventeen, to go to Boston, to go to MIT. And my mother would come up to the Pullman porter and say, "Now, you take good care of this guy." [laughs] And probably gave him five bucks or something like that, if that. But that's what I knew about what were then called Negroes in America. And my mother was, to say the least, condescending about that. She would always say about their children, "Oh, those pickaninnies are so cute." I never heard her say nigger. But that was her general view of the problem. And it was kind of funny because during the war, when all these folks from the South were arriving to work in the shipyards—basically, the whole shipyard business depended on immigrant Negro labor from the South. And they started moving in on Sacramento Street, four blocks from my mother's house, Sacramento and Cherry. And she was telling me how worried she was about this wave of black folks that were going to swarm over the neighborhood. Sacramento Street is now nothing but psychiatrist offices, fine dress shops, and [laughs] antique stores. But somehow, that was the high point of black immigration in San Francisco. They were driven back to the Western Addition and Hunters Point, and finally, driven out of town, in the Western Addition.

Lage: But was there really no black population before this wartime— or none that you were aware of?

03-00:18:28

Butler: Well, obviously, if you look at West Oakland now, a friend of mine is reviving a black neighborhood called The Bottoms in West Oakland. But I don't remember seeing a black person in San Francisco when I was growing up.

Lage: None in your high school.

03-00:18:49

Butler: None. Certainly, not in the high school. Asians, yes. But I don't recall. Well, since I graduated from high school '44, there were plenty of folks around. But my contact with the black population would be when I'd go over by Marin City, where they were working in the shipyards. I think that was a Bechtel shipyard. And then we were racing sailboats in those days. And a huge storm in 1942, in a race to Vallejo and back, three high school kids racing this borrowed sailboat, we got nearly dismasted in a tremendous gale that blew about a hundred boats off the bay and dismasted about twenty of them. And I ended up in the shipyard in Richmond, because the Coast Guard came out and salvaged us. I was fifteen years old, and so were the other two guys. And we got towed into the Richmond shipyard. And that's when I became aware that

here was this huge black population in Richmond, making the shipyard work. And the only way we could get home—it was a Sunday; the Vallejo race was Saturday to Vallejo and Sunday back to San Francisco—the only way we could get home was to get on the electric train from the shipyard. And I think we probably rode it all the way across the Bay Bridge. And of course, everybody on the train was black. And that was a big deal for me. I was finding out that I lived in a little cocoon somewhere.

Lage: Yeah. Did it strike you at the time, do you remember? How did you feel about it? It's hard to put yourself back that far. [chuckles]

03-00:20:47

Butler: Well, I don't know how I felt about it. I didn't have any great reaction one way or the other, other than, boy, there're a lot of black guys around here. I don't remember thinking that was good or bad or anything else. It was years later that I discovered that—You want to talk about an economic catastrophe, the war ends when the bomb is dropped, in '45, and within two weeks, half of all the black males in the Bay Area, because they worked in the shipyards, were out of work because the shipyards were shut down. Nobody needed a Liberty ship if there wasn't a war. And now, sixty years later, we're still feeling the effects of that black unemployment because it just decimated black families. But at the time, I never gave it a thought. It was just I was on an electric train going home and there were a lot of black guys.

Lage: Yeah. Something you hadn't seen before.

03-00:21:53

Butler: The interesting thing is I have no recollection that there was some fear, that I was in with a bunch of dangerous people. In fact, just the opposite. People, I think, were taking care of a couple of wet teenagers [they laugh] that tried to get sunk out in the middle of the bay. So it was just one of those passing events.

Lage: Yeah, something that sticks in your mind. So let's see. Last time we got you to MIT, we talked about your bomb paper [chuckles], and you alluded to going in the navy, but I don't think— Let's try to patch together that part of your life.

03-00:22:36

Butler: Well, I finished my first year at MIT in January, which meant I had to leave the basketball team, which was a terrible blow because the season wasn't over.

Lage: And why did you have to leave?

03-00:22:54

Butler: Well, because I was going to go in the navy.

Lage: Oh, you already had made that—

03-00:22:58

Butler: And I'd taken the test. They were on a year round educational system, so my year started in July and ended in January, and then the second year would've started in February and ended in July again. And so I left. And it was a major enterprise. My grandfather had friends in the Southern Pacific, because— [laughs] Some of his connections that I mentioned. Anyway, all I know is that my grandfather arranged for me to have a railroad ticket. And in those days, a railroad ticket was a ticket. And it was about three feet long, I think, because I remember holding it up and looking at it like this [gestures]. Because I was to go from Boston to New York, to get on a train to go to Palm Beach to visit my mother's relatives, the Rutherfords in Palm Beach, who I'd spent a Christmas with before. And then I was to go from there to New Orleans and to Texas to visit my Uncle Fred, who'd just come home before the Battle of the Bulge. The Battle of the Bulge was going on about this time, and it was over by then.

Lage: What year was this, now?

03-00:24:20

Butler: January of 1945. January and February. And he'd been wounded, and his division kept on fighting. I don't know whether they got involved in the Battle of the Bulge or not. But anyway, he was home. And of course, I hadn't seen him; he'd left home in 1942, for the invasion of North Africa, and gone through Italy and the South of France. So I went to visit him in an infantry training camp in East Texas, that he was then the general in charge of. And that was—well, one, I was just delighted to see him. And I spent, I think, two nights there. But that's when it occurred to me that this war was really tough. You read about it, but— They were training, doing night training with live fire. About every fifth bullet in the machine gun would be fired about three feet off the ground, and they were training guys to crawl under that fire. And if they made a mistake, they were going to get killed in the training. And so they learned to crawl pretty well, especially since there were tracers going over their head.

I'd go out with my uncle, and I remember we stopped in the dead of night by a foxhole, and my uncle said, "How you doing, soldier?" And I guess the soldier couldn't see his stars as a general, but he knew that this was an older guy that was an officer, and he says, "I'm fine, sir. Fine, sir." [they laugh] And so I was watching my uncle be an army officer, which I'd never really seen before. And as a part of that, the next day we went for the—When infantry advances, you have supporting fire that's sort of rolling fire that goes over their heads, so it's hitting the enemy fifty or a hundred yards in front of them. And they had a place where they were training the troops to advance, with artillery shells coming over their head, and a little grandstand. And I'm sitting there with the commanding general, trying to keep my mouth shut. I'm just a spectator. And somebody made a mistake, and in this 75mm howitzer or

whatever it was, put in one bag of powder too little. And so the shell went out and landed right in the middle of the troops that were being trained.

Lage: And these were live shells?

03-00:27:17

Butler: These were live shells. Fortunately, the shell went into a previous shell hole, because the whole place was nothing but shell holes; they'd been doing this exercise for months, I guess, if not years. And it went into the shell hole, and the shell hole was full of water. So this giant geyser of water went up in the air. And when it all cleared, and the smoke and everything else, nobody was injured. And my uncle, I've never—I can remember. He was so angry! He was just livid! But he didn't start yelling, he just started talking in the steeliest voice—and this guy was my substitute father—in the steeliest voice I'd ever heard. And I'm just a spectator. He went around to the captain that was in charge of the artillery. And I don't know what he said to him, but the guy looked like he was terrified. And then the only thing I remember is he said, "I will see you at five o'clock tomorrow morning."

Well, I stayed there with him. There was no discussion that I remember. I was afraid to ask a question about it. But he was just furious. And so the next morning, I get up and he's already gone for this meeting at 5:00 a.m., and I'm to meet him for breakfast at 6:00 a.m. And I get there and he doesn't say much about it, but I see a bunch of officers standing around. And they all look like they'd expected to go before a firing squad at 5:00 a.m. He had chewed them, apparently, up one side and down another. And all I remember is him saying something to me sort of offhand about it after that, like, if they don't get trained well here, they'll be dead in two weeks. Because the casualty rates in the infantry are enormous in the first couple weeks, with new— And he'd gone through three years of seeing people killed. So that was that.

Lage: That left its impression, I can see.

03-00:30:05

Butler: The other thing I remember is there was a heavy guy that was, I think, a lieutenant or a captain. And he just looked at him, and he said, "You better get about twenty pounds off your butt if you want to fight in Europe. [laughs] Then he took me to the train and off I went. I did learn a little bit from his orderly, because the orderly— He would never talk about the war at all, but the orderly, Scalese, who was this Italian guy from Brooklyn who didn't want to get shot in the war, [chuckles] so he made himself into an orderly to a general—I spent a lot of time with him. And so he'd tell me stories about my uncle, including when they were pinned down at Anzio beachhead for four months. And Scalese said it was terrible. He said the Germans were shelling every night. And then apparently, this one time—maybe I mentioned that before—Scalese found a cache of booze somewhere in somebody's basement

in Anzio. And he said, “That night, we brought the booze up and we all sat on the roof and drank.” [laughs]

Lage: Including your uncle?

03-00:31:24

Butler: Including the general. And then later I found out, just a few months ago, I found out that when they finally broke out from Anzio, he had been put in charge of the artillery barrage that softened up the German lines so they could break through. And then after that, he was put in charge of something called Butler’s Task Force, from the South of France, which I’m waiting—this guy’s writing a book that includes all of that, as the third volume in a series on the unknown war, North Africa, Italy, Sicily, and the South of France. So I’m waiting to find out what he did. But anyway, that was my war experience. I get home, I go to Yosemite, I go skiing, I have a great time. Managed to hit a tree skiing, and whacked my right thigh. And it got so I could hardly walk on it. And so they put me in the naval hospital, which was the Ahwahnee Hotel.

Lage: Now, were you already in the navy?

03-00:32:32

Butler: No, I wasn’t in the navy, but my mother knew the guy that was running the hospital, some very nice guy that was a doctor, and said, “My son’s going in the navy. Can you rehab, give him some physical therapy on his leg so he can hobble into the office in San Francisco and get in the navy?” I was already signed up and ready to go, I’d taken the test. So I get in the naval hospital, which is the Ahwahnee Hotel, with a bunch of guys that have come back from being shot up in the Pacific. And do I get needed! Unbelievably.

Lage: A ski accident. [laughs]

03-00:33:08

Butler: These guys had a field day on me. I’m a seventeen-year-old punk who’s hurt himself skiing. [laughs] And they just had more fun kidding me. It was all very good natured, but it was a real lesson that there was a war on. So then I came home, got organized, and went down and signed up, and they sent me on the train to Chicago, to go to the Great Lakes Naval Training Station for training.

Lage: And we’re getting very close to the end of the war, and you’re being trained.

03-00:33:48

Butler: Well, that was the end of March; the war ended in August.

Lage: Did you ever leave the Great Lakes training center?

03-00:33:58

Butler: Not until the war was over. But I remember on the train, you just sat up on the train for two days to get to— And they were using the old cars, so when you

went through the tunnel on the way to Denver, we all came out kind of black with soot. But the main thing that sticks in my mind is that I got talking to my seatmate, who had just come back from Guadalcanal and was a Marine. And that is fighting. And he wasn't a heck of a lot older than I was, probably nineteen or something. Anyway, he was really upset because his girlfriend wouldn't have anything to do with him, and he didn't know what he was going to do about that. And the reason she wouldn't have anything to do with him is that he'd been in Guadalcanal, and it was just this ferocious, bitter fight with Japanese snipers picking them off. And nobody took a lot of prisoners. And so they had a bunch of Japanese prisoners. And he and another guy had cut a hole in the fence that enclosed the prisoners, and they'd go out at night and wait for a Japanese guy to crawl through the hole, and then they'd kill him. And that wasn't enough. It tells you what that war was really like. That wasn't enough; he cut the ears off of these Japanese guys and he sent a pair of Japanese ears back to his girlfriend to hold for him when he got home from the war, because that was his souvenir.

Lage: Oh, my God! This, he's telling you on the train.

03-00:35:38

Butler: He's telling me this on the train. And he's saying, "And my girlfriend doesn't want to see me." And I'm thinking, I wonder why? [they laugh] But it was my first taste of what it's really like. And it was sobering. So anyway, you get to boot camp, and we went through the regular boot camp stuff for two and a half months, whatever it was. I think maybe I mentioned that they were fighting the Civil War in the boot camp.

Lage: No.

03-00:36:12

Butler: We had people from the south and people from the north. I thought the Civil War was over; it started about one hour after we got there.

Lage: You mean the interaction between the—

03-00:36:22

Butler: Yeah. Guys from Boston versus guys from Alabama.

Lage: And were there any black people in this group?

03-00:36:29

Butler: No, no, it was completely segregated.

Lage: So were the feelings strong, north/south? Or was this kind of a—

03-00:36:38

Butler: Yeah, it was— I don't know, I just remember thinking, because it started right away, you goddamn Northerner, and that kind of stuff. They were probably arguing about football games, not about Gettysburg, but still. And that

subsided because by the time you've got 120 people living in the same room in boot camp, you can't have a lot of fights.

Lage: What was the mix of people, in terms of social class and education?

03-00:37:17

Butler: Well, one thing that was striking was that there were a lot of people my age, including a guy that I spent the first boot leave with. Came from upstate New York. But they have you by name, and so my bunkmate was Burns and I was Butler. Very nice guy whose father was the truant officer at Skaneateles, New York. But anyway, there were also thirty-five-year-olds who somehow hadn't been drafted and ended up— Because I remember this one guy telling me that he missed his wife. And they had to be given this saltpeter because he says, "I used to go home for a nooner with my wife." [they laugh] And then they served us coffee when we were on watch. It was the last cup of coffee I ever had. I think it was about four days old. That was the beginning of the end of coffee for me. That's what it was like.

We were trained to fight fires onboard ship and trained how to see at night if you're on watch and all this stuff, marching around. And I had been the colonel of the high school ROTC, by default. We'd had a big scandal in the high school and they demoted everybody back. I was a private, and they demoted everybody back. And we had to take tests because favoritism had crept into the high school. It was compulsory at St. Ignatius. And I was just waiting to get finished with my two years of compulsory ROTC, sophomore and junior year, and this other guy and I got together and said, well, everybody's back to zero; why don't we take the test and see what happens? So I took the test and I got promoted from private to colonel. [laughs] So I was in charge of the high school ROTC.

And so when I got to boot camp, I sort of ended up marching some of my own boot people around because at least I knew how to give marching orders and that kind of stuff. And we played basketball and we won the local basketball championship, with a couple of wonderful guys from Indiana, the basketball state of all states. So that was fun, and I was very proud. They had an election, and 120 people in the boot camp vote, and I got voted the honor man for our company. [they laugh] Probably because I was on the basketball team. So it was that kind of stuff.

Lage: So the war ended while you were there.

03-00:40:00

Butler: The war ended while I was there.

Lage: And what do you remember about the reaction to Hiroshima?

03-00:40:05

Butler:

Well, we all went up to Milwaukee and dreamed that beautiful girls were going to kiss us because the war was over. And that didn't happen. Well, actually, that was not when the war ended, that was when it ended in Europe, in April. And we were in boot camp and they let us go out, and we went up to Milwaukee and had a big celebration. I didn't drink and I don't remember it being very special, other than that no girls grabbed me and kissed me, even though I had a navy uniform on. I obviously didn't look like much of a fighter. And then the war in Japan ended in August. And by that time, I had conned my way into being a sailing instructor. And I think I went down to Chicago, to the USO, to celebrate. I didn't get kissed then, either.

By the way, one thing I really remember about the war, which was very— The war was a long way away. They had all these little silly things that we did, like I signed up as an aircraft watcher right after Pearl Harbor, and went with a good friend of mine in Santa Cruz, and we stayed up all night watching for enemy airplanes. Well, one, how would we have seen them at night? And they gave us a book to identify what a Japanese bomber looked like. There were air raid alerts in San Francisco. My mother and I were in the basement. She had a bucket of sand to put out a magnesium incendiary bomb and I had my 22 rifle with 500 rounds of ammunition. I was going to stand at the top of the stairway and shoot these Japs as they came up. It was all that— We didn't know anything about the war.

But anyway, what I really remember is that they had a ceremony in St. Ignatius Church right up here, to honor the dead, the graduates of St. Ignatius and USF who had died in the war.

Lage:

And was this after the war?

03-00:42:34

Butler:

No, this is during the war. And they had gold star mothers. That was a mother whose son had died. And then blue stars were people whose sons were— And there were not many daughters; they didn't talk about that, although there were WAVES and WACs and all that stuff. But I don't remember knowing anybody that had a daughter in the war. So they had this ceremony, and it was in about March of— anyway, the spring of my senior year in high school, 1944. Well, of course, every able-bodied soldier was out fighting or doing something more important. And so they needed a military detachment. And so since I was the colonel in the ROTC, with my little Sam Browne belt and my little sword, and I knew how to do this with my sword; and my other officers, who could carry old Springfield rifles and do present arms and do all of this stuff, five of us were enlisted for this ceremony as the military guard. And it was at night. So here's the church. They shut off all the lights. It's full. That church holds well over a thousand people. My father's funeral had been in that church. I'd been an altar boy in that church; I knew a lot about it. Anyway, it's a big church. And it's full. And people are standing along the sides, and we

march in. And nothing but candlelight. But we march in, and one guy's got the flag and I'm leading the parade, I've got my sword. And we march up to the railing where the communion is held, in front, and we stand at attention. And at that point, I don't know what's coming. And they start raising the flag behind the altar—it's a tall church—this gigantic flag. In the middle of the flag, in the shape of a cross, are gold stars. Well, that's a bunch of dead guys. I don't know whether it was two- or three-hundred. A *lot* of dead guys.

Lage: The gold stars symbolized them.

03-00:45:16

Butler: The gold stars are in the shape of a cross, and everybody that's been at USF or St. Ignatius, that's dead, is a gold star on that thing. And then the field behind it is blue stars, the ones that aren't dead but are in the service. And then, of course, comes the killer. There's a guy behind the altar playing taps. [chuckles] And they haul up the flag. I'm standing there with these other guys. I've got my sword, I'm saluting with the sword or whatever the hell I'm doing, and the tears are rolling down my face. [laughs] I'm just a wreck! Anyway, that was the deal. So I can remember as if it was yesterday, that event. And then I had to march out with my guys. And that was that. I suppose my mother was there; I forget. But anyway, I knew nothing about the war except these various incidents. And later I'd seen my uncle and the other stuff.

Lage: But they really brought it home to you, even though you didn't actually get out and see action.

03-00:46:26

Butler: Well, yeah. It was a big deal. It was the *biggest* deal. And it still is. There's all this kind of baloney about the greatest generation. But I think all of us felt— Well, first off, we had no alternative. You had to [laughs] go in the military. But all of us felt that that was what we were supposed to do. And of course, what's the end result? I'm the most heavily subsidized citizen in the United States, by the federal government, because first off, I get the scholarship to MIT. That's not federal, but at least it was a free ride from MIT. The regional scholarship, I think I got it because I was probably the only one from California going to MIT. [laughs] I don't think the competition was too hard. But anyway, the navy sends me to Oregon State College for a year.

Lage: After the war?

03-00:47:30

Butler: After the war. Starting in September. I get on a train from Chicago and go to—

Lage: But you were still in the navy?

03-00:47:38

Butler: Yeah. I've taken the exam for the Naval ROTC. I'm going to promote myself to be an officer in the navy. So I get demoted from seaman first class to apprentice seaman, the lowest level there is, and get sent to college for a year. And so I arrived—

Lage: Where you studied what?

03-00:48:00

Butler: Well, I was still studying math and physics, and then was going to be a scientist or an engineer. But we had to learn how to operate a five-inch thirty-eight dual mounted gun mount for the navy—which, by the way, turned out to be a very valuable thing to know about years later in the Peace Corps, when I had to get one of these things for the Malaysians.

Lage: [laughs] We'll come back to this.

03-00:48:28

Butler: So anyway, we're in a barracks. We had naval officers in charge of us, and we went to class at Oregon State.

Lage: And this is after the war is over?

03-00:48:39

Butler: Yeah, the war had ended in August, and the class is— They couldn't discharge us. We were freeloaders. Real people had come home from the navy, that had been fighting. And so they had to keep us in for another year, and then discharge us. And I knew I was going to be in for a while, so that's when I took the test and qualified for the Naval ROTC, and they sent me to college. And I actually took the test mainly to get out of my job in the chow hall. And then while I was waiting for the test, then I conned this guy into giving me a job as a sailing instructor. And that was another real lesson about the war because even though the war, by that time, was over, I was teaching navy pilots who were on R&R, rest and recreation, and a number of whom were seriously shell shocked or whatever you want to call that, post-traumatic stress.

Lage: Which wasn't talked about that— Shell shocked was, but we didn't—

03-00:49:50

Butler: Well, these guys had come home and the navy wanted to give them something to do that was recreational. The sailing had nothing to do with— The US navy didn't have a lot of sailboats. [they laugh]

Lage: Right. So it was more of almost a therapy?

03-00:50:09

Butler: It was a completely recreational thing, run for officers—which included nurses, by the way—who were back there, stationed by the navy at Great

Lakes, and who either wanted to just have some recreation or who the navy thought really needed some diversion and some fresh air. And here it was August on Great Lakes. They had a fleet of about a dozen very nice small centerboard sloops, about twenty feet long, with a jib and a main. And I'd raced sailboats in San Francisco in high school and Star boats, and so I persuaded this chief that I could teach sailing. And it turned out I could. And so I went down there. And it was a real experience because I was teaching a bunch of navy pilots how to sail, and in the process, they'd be telling me about their experiences in the navy. One thing I learned, of course, was that they were all natural sailors because you don't land on a carrier [laughs] without going into the wind. They knew darn well which way was upwind and which way was down wind. [phone rings]

Lage: Do you need to get that?

03-00:51:38

Butler: No. And then the other thing, of course, I remember is there were nurses there that were probably twenty-five or thirty years old and they of course were delighted to tease some eighteen-year-old punk. And so I spent a certain amount of time with a red face and being embarrassed. But anyway. So then I got on a train and went from Great Lakes to Corvallis, Oregon. And that was the beginning of almost six years of government supported education, because the GI Bill— First off, the navy paid for Oregon State. And then the GI Bill, we got out and we all had the GI Bill, even if we hadn't been shot at. So my two years at Princeton were entirely on the GI Bill, and most of the time at Stanford. So I don't think I paid a penny of tuition until I was in my last year of law school. And so later, when people asked me why was I so much for government and why did I want to be in government and that kind of stuff, I said, "Well, the government's done a hell of a lot for me. The least I can do is pay back a little bit." And I think most of my age group felt that way.

Lage: You think they appreciated the government kind of intervention that the GI Bill represented.

03-00:53:13

Butler: Well, yeah. And Pete McCloskey had the same benefit, and as of last year, he went back to Congress and saw his old friends—Jack Warner, the senator from Virginia and Jim Webb—and they all got together and passed— [laughs] I guess they still call it a GI Bill, but the benefits for Iraq veterans were just *miniscule*. And they all got together and basically instituted World War II-like benefits for Iraq veterans and veterans from Afghanistan. So anyway, that was—

Lage: So that left its impression.

03-00:54:03

Butler: That was my naval experience. Except when I graduated from college, the navy sent me a certificate saying I was now an ensign. I hadn't done anything.

But they made me an ensign and said, but you've got to take a correspondence course. Well, I wasn't interested. And I was in law school, I guess. And then before I knew it, they promoted me to lieutenant JG. I still hadn't done anything. So I finally felt so embarrassed about the whole thing— And my brother was in the Naval Reserve and loved it, and finally got to be a captain, because he'd been on aircraft carriers and— I finally just thought, this is too much of a fraud, and I resigned my commission. The end result of which was I didn't get called up to go to Korea. And the most embarrassing end result is that when I finally was told I had some federal retirement pay coming from having been in the Peace Corps and in the federal Department of Health, Education and Welfare, and I applied for it, [laughs] and I'm getting some amount of money—I have no idea how much; I don't even want to know—for my valiant naval service, [they laugh] in which I did nothing but collect benefits from the US government.

Lage: Oh, well. Well, that's an interesting sidelight on World War II. Shall we move you on to Princeton and why you chose Princeton and what you found there?

03-00:55:34

Butler: I don't know why I chose Princeton. Maybe I said this before. First off, my mother wanted me to go back east to college. That was that whole deal I think I talked about, where somehow you had to go back east. I really wanted to go to Stanford. And I had a couple of very good friends, that are still great friends, that I met at Oregon State, who were going back to Stanford, who'd been at Stanford before and were going back there. I didn't want to go back to MIT because it just seemed more like a trade school. And by that time, I'd taken some philosophy courses and English courses at Oregon State, and I was thinking maybe that's what I ought to be doing.

Lage: Instead of math and science.

03-00:56:27

Butler: Yeah. And by that time, I'd finished differential equations and all this stuff, and I was either going to have to get serious about physics and math— I never really liked chemistry, although I did fine at it. St. Ignatius didn't teach biology because that would've gotten them into evolution, and they didn't want to go there. So I was going to go someplace that wasn't MIT; it was going to be in the East. I thought the people from San Francisco that I'd known that had gone to Harvard were sissies [they laugh]. I don't know how I figured that one out. When I'd gone back with my mother and brother to look at colleges for him, I'd seen Yale, and it was a college in the middle of a town, New Haven. And Princeton had, literally, nice ivy-covered walls, and I'd gone by there. Those are the only three I knew, other than MIT, so I picked the third one, I guess.

Lage: And where did your brother end up?

03-00:57:38

Butler: My brother had graduated, by that time, from MIT.

Lage: From MIT.

03-00:57:41

Butler: He graduated before the war ended, or just as the war ended. He ended up at the atom bomb tests in Bikini, as the officer that catches airplanes when they land on the ship, called arresting gear officer, on an Essex class carrier called the Shangri-La. And they were flying the drone planes and stuff like that into the radioactive clouds at Bikini. So he actually ended up as an atomic veteran of the war. But anyway, he had graduated from MIT. So I'm back there at Princeton and that was that. I had the GI Bill and I just showed up in September of 1946. Having spent the summer doing nothing but having a good time, we got discharged over in Livermore, at what was then called Camp Parks. And one of my best friends in the navy at Oregon State was a wonderful guy named Karl Wentz, whose family made wine in Livermore. And so we were met as returning war heroes, all of us having done not a damn thing except go to college and go to boot camp. So we're returning war heroes, and Karl's father meets us at the gate, and we're taken back to the Wentz winery and to the family home. And by that time, I'd maybe drank a little bit of beer. And we all had what they called a ruptured duck on our uniform, the symbol of the returning veteran. So the Wentzes put me on the bus from Livermore to San Francisco, full of Wentz wine. [Lage laughs] I'm about half loaded. And I arrive home about one o'clock in the morning, staggering in the door [laughs] and saying, "Mom, I'm home." Some great return from the war.

Lage: Well, I'm going to stop you right there.

[End Audiofile 3]

Begin Audiofile 4 11-12-2008.mp3

Lage: Okay, we're back on here with Lew Butler. This is tape four, November 12. And we've got you to Princeton.

04-00:00:13

Butler: Yeah, so I get on a train again. By this time, jet airplanes had appeared and so I actually managed to fly back east, I think, for my senior year. Although I remember returning on the train that year. But anyway, I took the train again, got to New York, stayed with my mother's relatives, the Rutherfords, the same nice people that had taken care of me when I'd been at MIT. So I show up at Princeton and I'm assigned my roommates, and I decide I'm going to major in philosophy. Not the smartest thing I've ever done, but anyway, that's what I did. And then I realized that this is a new experience. First off, Princeton at that time was just full of prep schoolers. MIT was full of smart guys that had gone to Boston Latin or somewhere like that, as well as prep

schools. But Princeton seemed to be overwhelmed by prep schoolers, and it had that kind of southern flavor to it at the time. I knew one guy from San Francisco named Reuett Wallace, who'd been a Marine Corps pilot, and he was there. He was older than I was. He sort of took me under his wing and showed me around the place. I was assigned two roommates. And that's when I figured out [laughs] that Princeton had two kinds of lists, I think. One was the sons of former Princetonians and the prep schoolers and all of those guys, that had the right clothes and had the white shoes and knew what to do. The dirty white shoes. And then they had the ones that were good students and they had to let in, but were kind of second rate.

Lage: Socially speaking.

04-00:02:17

Butler: And they obviously had a quota on Jews. And they didn't need a quota on Irish Catholics from San Francisco, [they laugh] because I was the only one. So my two roommates are Jewish.

Lage: So you think they kind of clustered you with these other outsiders.

04-00:02:38

Butler: Yeah. They wanted to keep us from polluting the other guys. [they laugh] So my two roommates are Jewish, Dave Lewin— they're both from New Jersey, both very talented. Dave Lewin was not only a good student, but he had been— I didn't even know what it was at that time, but he'd been the concertmaster, first violinist in his high school symphony orchestra. And a guy named Isaiah Uriel Lieberman, who was the oldest guy in the room. And so we ended up calling him Pappy.

Lage: [chuckles] And was he a returning vet?

04-00:03:23

Butler: Neither one of them were returning vets, I don't think. See, I was, by that time, a junior and they were freshmen.

Lage: Oh, I see.

04-00:03:36

Butler: So they were probably just too young to be— No, I don't think either one of them had come anywhere near the military. So there we were. And so we went to class and we did things. And with Pappy Lieberman, his family had a long Zionist tradition, from the days of Palestine, pre-Israel. And his grandfather had been, I think, one of the early Zionists. His father, I think, had laid out, or helped lay out the sewer system for Jerusalem, and they were still involved in a lot of Israeli stuff. And they were very nice to me. They had a beautiful Revolutionary War-era farmhouse in Middletown, New Jersey, and I'd go down there with him, and they'd take me in for Thanksgiving and stuff like

that. Then there were a few Californians in other places, and I'd go up to Long Island and see them. So that's what was going on.

The thing I remember most about it, about the roommates, is that they— Somehow we all decided that we would go— Did I mention this before? I forget. We would go to our various religious gatherings. And I was to go to the Newman Society, which was the Catholic group, and they were going to go that night to Hillel, which was the Jewish group. So I went to the Newman Society. I think I lasted about a half an hour, an hour, and I thought, I don't need this. I'm an ex-altar boy, but this is not what I'm in for. So I come back. And they're not there, but they come in later and they ask me, how'd it go? I said, "It wasn't much." And I said, "How'd it go with you guys?" And they said, "Oh, it was wonderful! Einstein came by." [Lage laughs] Well, about that time, I was thinking, I'm in the wrong religion.

Lage: [laughs] Right. Well, how'd you do with the prep school boys? And were there many veterans, either? I'm also interested in that.

04-00:05:52

Butler: They had what they call bicker, I think, where you would go into an eating club. They didn't have fraternities. I had lived in a fraternity at MIT as a pledge, the one that my brother was in. But I never joined it because I was leaving there. So anyway, they had these eating clubs. And the rush or whatever they call it for those things was in the fall. So my friend Reuett Wallace, who was nice to me— [phone rings] I should turn that off.

Lage: [recording stops & re-starts] Okay, we're back on.

04-00:06:33

Butler: So the end of the story is that my wife says the reason I never talk about Princeton and am not very enthusiastic about it is that I made a valiant and pretty much failed attempt to imitate these prep school guys. [Lage laughs] But I didn't know them then. So the first fall, this good friend said, "Well, they have a system here. You can join up with a couple of other people. And if these clubs want you, they have to take all three of you, not just one." And I think they called it an iron bound or some silly social thing like that. So I signed up with him and then we go around. And I'm realizing, this is just a world I know nothing about. And he decides that we all ought to go into some eating club. And I look around and I think, I'm just a fish out of water and I don't like it. So I just apologized and said, "Forget me. I'll withdraw and I won't be involved in this whole silly charade."

Lage: Can you— Well, finish that, and then I want to hear why you felt so fish out of water.

04-00:07:49

Butler: Well, it was a world that I knew nothing about.

Lage: But what was it like?

04-00:07:54

Butler:

Well, the good news was there were a lot of returning servicemen. But they had a social classification: white shoe, brown shoe, and black shoe. Black shoe were guys that came from the navy, that the navy had issued black shoes to. Brown shoe, they might've come from the army. White shoe was they came from prep school. And white shoe is still an expression in the Ivy League. I see it in the *New York Times* now, kind of a white-shoe crowd. And of course, the white shoes weren't even white. They had to be dirty. They had to start out white, bucks, but then you had to get them dirty. Well, so I clearly didn't know what I was doing, and I didn't have the right clothing. The good news was that I liked the philosophy department, even though I had to take 75 percent of my classes in that department because I'd taken none, and I was a junior. And some of them weren't great, but some were very interesting.

But the thing I liked most was that, I think as I mentioned, I got to play on the basketball team. There were about sixty of us tried out, and when it was all over, ten of us were on the team. And that was a big deal. And of course, the reason I made the team was that they didn't have any good basketball players. They had about two or three. The captain of the team was a wonderful black guy, Princeton's first black student, I think, named Pete Wilson. And I've laughed about it ever since because he was a terrific guy, but the only black guy playing basketball I've ever known that really couldn't jump any better than I could. So it was black guys and white guys can't jump. But I think we made him team captain, I forget. Very good guy. And then the star of the team flunked out, Butch van Breda Kolff, who later went on to play professional basketball for the New York Knicks and became the coach of the New Orleans Jazz. And a good friend of mine, Rich Kelley, played for him when he left Stanford. So anyway, Butch Breda Kolff flunks out, and so they're desperate to have a center. And so another inept guy and I trade off that whole season, playing center. And I would start a game and be so bad that they'd put him in. And then he'd start a game and be so bad that they'd put me in. I think we lost maybe eight or nine straight games. We finally won a few.

But in the process, I had met a lot of people that I'd frankly beaten out for the team. And they were some of these white-shoe prep schoolers. And so they invited me to join their club the next spring, something called Cottage Club. And to this day, I can't stand looking at the photo because by this time, I was— First off, I was trying to buy white shoes. I managed, but they weren't dirty enough. Then I was trying to get them dirty. Then my gray flannels were always the wrong color. I finally bought the right sport coat at the local university shop, but I still wouldn't have the right shirt or tie. It was one of those deals.

Lage: Was there a certain amount of discomfort, that you did all this? Were you feeling—

04-00:11:34

Butler:

Well, no, I was just a wannabe. I wanted to be one of the boys. And I learned how to tie a bowtie. And so there're pictures of me in spring parties with milk punch with a damn bowtie on and a bunch of good looking women. And whatever it was, I succeeded at it well enough to be in this club and to get along and have a bunch of friends; but I, to this day, have never gone to a Princeton reunion, and never will. It was just chapter— Fortunately, one of my teammates the second year, who was a sophomore and I was a senior, was a very, very nice guy from New Jersey, and he was a very good basketball player. Very good high school basketball player. The first time I'd ever seen a really good jump shot. And his name was Joe Holman, and his father was a car dealer across the river in New Jersey, from Philadelphia. And so I spent a lot of time with him, and then I went down and visited with him and his family on spring vacation my senior year. Just a lovely family. And there wasn't one smell of prep school about this family or Joe Holman. He's now my age, and he's got twenty-two car dealerships in the United States.

Lage:

How about your Jewish roommates? How did they fare? And how did the relationship—

04-00:13:17

Butler:

Well, we broke up after the— everybody went in different directions. And by that time, you could kind of pick your roommate. And by an odd coincidence, a good friend of mine from the chow hall in Great Lakes had come to Princeton. His name was Kenny Franz. I had visited with his family in Detroit, when we were given leave from the chow hall. I think they gave us leave for three days when the war was over or something. And I'm walking around the campus and there he is, a year and a half later. So he and I roomed together. And then there were two other guys from Pittsburgh. It was one of these suites where you had two bedrooms, and Kenny and I took one and the other two guys took the other, that kind of deal. And then I was spending time with the basketball team and then the Cottage Club, and so it was very pleasant. And Princeton's a beautiful place. So I went through all of that and graduated. Wrote a senior thesis.

Lage:

On?

04-00:14:37

Butler:

On theories of faith and belief. By that time, I was beginning to wonder, I think— Religion, at least the theology, isn't fitting very well [laughs] with modern day astronomy or physics. But I was still hanging on. I figured I'd go to church and— But I spent less time in church than before, and more time drinking beer. In fact, the basketball coach told me at the end of the first year, he says, "Go home and drink a six pack of beer every day," because I just didn't weigh enough. I weighed 175 pounds, at the most. I was six-four. And some guy would bounce me— We were playing against West Point. We actually won, but the guy I was guarding at West Point, we went up for a rebound, and he was an All American football player. And he pulled down the

ball and literally, I went over his back in a 360 degree arc [makes a noise] like this, [Lage laughs] still hanging onto the ball. So the coach thought I should get a little fatter, heavier.

Lage: And beer was the way to do it? That's interesting.

04-00:15:48

Butler: Beer was the way to do it. I never did what he suggested, so when I came back I weighed about five pounds more. But anyway, I loved playing basketball. I liked the studies. The thesis, I was sort of struggling with how does my religion fit with all the rest of this stuff? And I managed to graduate with honors, but I was just kind of a mediocre student.

Lage: Was philosophy good preparation for law school?

04-00:16:21

Butler: Well, I'd been told that. I think the answer is no. If I had to do it over again, I'd study history or something else. Economics, whatever. And later, my Godfather, Nelson Hackett, said, "Well, I wondered about it." And by the way, he'd come back there on bank business and I'd meet him in New York. He was wonderful. And my Uncle Fred, by the time the war's over, he'd come and visit. And that's another story. But finally, Uncle Nelson said, when I got home, he said, "Maybe I should've told you that I thought nobody should study philosophy till they're forty years old, because you don't have enough life experience to hang it on." Well, that was the case with me. I'd gotten interested at Oregon State because I'd read Emerson and Thoreau. Well, that ain't exactly what you do in the philosophy department. And I liked Spinoza, but I'm not sure I understood much about anything he said—or Kant or anybody else. But I managed to make it through that.

One of the things I was going to mention is that Uncle Fred came by to see how I was doing. And we went to a football game. And it was in November, and one of my friends had a flask of whiskey at the game. And he's passing it around and I'm nudging him telling him, "Listen, this is my uncle." And I wasn't a real whiskey drinker at that time, but I would take a nip at a game. That was part of the tradition of prep school. Silver flask, curved silver flask, put it in your back pocket. It was like *The Great Gatsby*, for God's sake. [Lage laughs] So when I get home that year, my mother tells me that right after that game, she got a letter from my uncle—and she was *very* fond of my uncle, and he was wonderful to her—saying, "Well, I had a great time with Lewis at the football game, but I was dying to have a drink and they kept hiding this flask [they laugh] and I never got a nip."

Lage: That's very funny.

04-00:18:38

Butler: By that time, he was out of the army and was actually general manager of the new airport in San Francisco.

Lage: Oh. Did he stay with that for a while?

04-00:18:50

Butler: Well, he never liked politics and he was never very good at it. And that's a political job. And after he got the new airport buildings built and the roof was—he finally just quit. And they had a going-away press conference [laughs] when he said absolutely nothing. And a good friend of mine, Dick Reinhart, was the *Chronicle* reporter covering it and said, "Your uncle's wonderful." They'd ask him questions. "Did you enjoy the job?" "Yes." "Are you going to miss it?" "No." "What are you going to do?" "I don't know." [they laugh] So anyway, he didn't get the nip of whiskey. I finally graduated from Princeton, and my mother and brother came back and met me and we drove home. And by that time, I'd taken the law school aptitude test, the first year they gave it, and I'd signed up to go to Stanford Law School.

Lage: So you finally got to go to Stanford, where you're wanted to go to begin with.

04-00:19:57

Butler: Right. And by the way, during this period when I wanted to go to Stanford, one of the reasons I wanted to go was that by that time, the president of Stanford was Don Tresidder, the guy that had run the Yosemite Park and Curry Company and the husband of Mary Curry Tresidder, later my mother's closest friend. And I had skied with him. In fact, just before I went in the navy, he was there, and he'd taken me cross country and we skied actually from Badger Pass down into Yosemite Valley, down what was called the Inspiration Run. Just this beautiful cross-country trip. So I had written to him saying I was very sorry I couldn't go to Stanford and I'd taken the Stanford aptitude test. And he wrote me this lovely letter back, saying that he was sure it would be fine at Princeton. A *wonderful* man. And here he was, president of Stanford. Because during the war, they needed a president and he was a businessman, and they were having trouble keeping the doors open, I guess, at Stanford. So he became president. I later found out, of course, the faculty were not happy with the whole situation because he didn't have a PhD. He had a medical degree; never even practiced medicine. Had gone to Stanford Medical School, but—

Lage: Did he stay on very long?

04-00:21:32

Butler: Pardon me?

Lage: Did he stay on long after the—

04-00:21:34

Butler: Well, he stayed until he died. And my mother and his wife were skiing in Alta, Utah, in 1947, and a telephone call comes from New York that her husband has died in the St. Regis Hotel. That's 1947, my mother's forty-seven years old, her friend is about fifty-two or -three, and they're both widows.

And that's really how they got to be such good friends, because my mother sort of took care of her and knew what it was to be a widow when you were young. And that was a huge deal. And as the years went on, they went camping together, skiing together, went to Europe together, did everything together. And it was something my mother could do because she didn't have to raise boys, and because Mrs. Tresidder was a hotel person, and they got free hotel rooms everywhere they went. So anyway, that was my Stanford experience. It ends up that Tresidder Union is what it's called to this day, at Stanford, and that's where my wife was living when we announced our engagement to be married. That was not only had the place where the students met, but they had rooms upstairs.

Lage: Now, you went through your Stanford experience very fast. How did you decide on law school? Why law school?

04-00:23:12

Butler: I think because I didn't know what to do. By default. And my father'd been a lawyer and I'd been around a lot of lawyers. I had some fantasy about taking a couple of years off to go to South America and work in the oil fields or do something. But that disappeared very quickly. I was just kind of floating along. And then the war is over, the whole country is kind of just having a good time celebrating. And I just think I just wandered into it, for lack of any initiative or any better idea.

Lage: Did you focus on a particular area of the law?

04-00:24:01

Butler: No. I just kind of went to law school. And the great part about it was that I ended up with some absolutely wonderful friends that were friends for life.

Lage: Well, talk about what were the most valuable experiences you had there.

04-00:24:22

Butler: My most valuable experience was meeting my wife.

Lage: Okay. And was she at law school?

04-00:22:26

Butler: No, no. When I arrived, she was a freshman. I didn't meet her then. But I met her in my second year, when she was a sophomore. And she'd planned to leave Stanford to go to Smith. I'm not sure why. But her reaction to Stanford was a little bit like mine to Princeton, that it was kind of precious. And in those days, Stanford was all Californians.

Lage: Yes. And was she a Californian?

04-00:25:09

Butler: Yes. She came from Escondido. And she sort of did an imitation of me, as it turns out. She got on the train with these girls from Pasadena that had gone to

fancy schools, and she'd gone to Escondido High School and a Quaker boarding school in Maine. And she wanted to be in with the in crowd, so she'd latched onto those folks.

Lage: The Pasadena girls.

04-00:25:37

Butler: The Pasadena girls. And her best friend was a woman named Missy Brant, and they both loved to ski and did that kind of stuff. And that's how I met her, because they'd gone to Sun Valley to ski, and my brother had been there and had met them. And he was taking out Missy Brant and said that you ought to take out the other one. And I had a girlfriend— Anyway, that kind of stuff. But by her sophomore year, she realized that maybe that's not what she ought to be doing, and she'd applied and was going to go to Smith. So she's all ready to transfer from Stanford to Smith, but by the spring of her sophomore year, she and I had fallen in love. And her big pal, Missy Brant, has married Otis Chandler, the soon to be publisher of the *LA Times*. And so the idea of getting married— Missy was nineteen when she was married; she never did finish college then. And Sheana had been a bridesmaid at her wedding and all this stuff. So I knew nothing about this, but then the big question is, is she going to go to Smith? And she talks to her mother about it and her mother says, "Well, if you're really interested in this guy, I wouldn't go 3,000 miles away. He's probably irresponsible and will take up with the first chick that walks by or something." So she, instead, dumped Smith and transferred to UCLA.

Lage: Oh, she really didn't want to be at Stanford.

04-00:27:22

Butler: Well, she'd already told everybody she was leaving; it was kind of humiliating. Like goodbye. So she ended up at UCLA. That wasn't the best year she ever had in college, but it was very good for me because by that time, I had graduated from law school and I had a job, and I could go down and see her because she's down there in LA. Then she came back to Stanford for her senior year.

Lage: Oh, she did.

04-00:27:56

Butler: Meantime, I went off to practice law.

Lage: And when did you get married?

04-00:28:03

Butler: Got married a month after she graduated from college, in 1953, in Mission San Luis Rey, in Oceanside. The king of the missions. Because I'm still a Catholic, and I've got my basketball coach, now Father Francis Sausotte from St. Ignatius, presiding over the wedding. And his assistant is a wannabe,

soon to be Jesuit, one of my closest friends from high school, Dutch Olivier. The only problem is that my wife's maiden name is Wohlford and Father Sausstotte just somehow couldn't pronounce it right. And so her father paid for a wedding in which his name was mispronounced. [they laugh] But her father was kind of the leading citizen in Escondido—population 5,000 when she was born, now 150,000—and he was a wonderful, fabulous man, and a great father-in-law.

Lage: And were they Catholic?

04-00:29:17

Butler: No, but they didn't have any strong church feelings so if I wanted to be married in a mission— And you talk about something silly. I had all these ushers, maybe eight, and my brother was the best man, all dressed up in those clothes you get from Selix in San Francisco, that are wool, that look like you're going to the Arctic. And it's only 102 degrees in San Diego County that day. At least inland San Diego County. So that was it.

Lage: And I'm struck by several things you've said about your wife. How do you spell her name?

04-00:30:04

Butler: S-H-E-A-N-A.

Lage: That she doesn't put up with much pretension. [laughs] Several things you've said indicated that. Was that the case then, also? Or did you learn this together?

04-00:30:20

Butler: I don't think we ever discussed it much, but by the time my mother had gotten the hat with the strawberries, I was beginning to realize that that was not Sheana. And she was told to go into Junior League and all that stuff. I think what was happening is that we were both realizing that there was some aspect of San Francisco that reminded her of Stanford and reminded me of Princeton.

Lage: San Francisco society.

04-00:30:53

Butler: Yeah.

Lage: And was that the case with the law? What law firm did you—

04-00:30:57

Butler: Well, I went into my father's law firm, of course.

Lage: Pillsbury, Madison, and Sutro?

04-00:31:03

Butler: Pillsbury, Madison and Sutro. It was the largest firm in San Francisco. Of course, everybody in law school told me how lucky I was that they'd offered me a job. I was a mediocre law student. In fact, I spent most of the second year, the first three months of the second year at law school, reading books. I was just so disappointed. If there's a sophomore jinx or whatever you call it—

Lage: Disappointed in—?

04-00:31:38

Butler: And I read every book written by Thomas Wolfe. Not the Tom Wolfe now, of *Electric Kool-Aid Acid Test*, but Thomas Wolfe, who died at thirty-eight, and wrote *You Can't Go Home Again* and all of that stuff. And so I absorbed myself in Thomas Wolfe and other stuff.

Lage: Now, what were you disappointed in?

04-00:32:04

Butler: I don't know. I think I was just burned out on school. I'd gone to school every year since I'd been five years old. The navy— I never missed a beat. I just had six months in the navy and went back to school. And I think I was just burned out on school in general.

Lage: It wasn't something about the legal education?

04-00:32:30

Butler: Well, legal education— As Ralph Nader later said, law school sharpens people's minds by narrowing it. [laughs] And that's what they do. It's very restricted kind of stuff. And constitutional law has a little history in it, but otherwise, it's torts and contracts and whatever.

Lage: Well, did you meet Pete McCloskey at this time? You mentioned the people, the friendships you made.

04-00:33:06

Butler: Well, now here again, this is— We're all in the same class, these great friends. And the law school decides, or we decide, or somehow it's decided that the law school will have a touch football team. Well, if there was ever a sport I was good at, it was touch football. [Lage laughs] That's gone through my life. And so we organized a touch football team. And I go out there and there's a big, tall guy who's got bad knees and can throw a football sixty yards. And I just can't believe it. So he says, "Run out for a pass." And he can't believe that there's somebody out there that can actually run fast and catch a ball that's thrown sixty yards. So we start the touch football team. And he's the quarterback and I'm the end, the pass catcher. And then we had another friend who had played end for USC and Dartmouth. He was a big, burly guy, and one of the dirtiest football players you ever saw in your life, Dudley Wright. And then McCloskey shows up, and he's not very skilled in any of this stuff, but he's tough. And so we make him a blocking back to defend the passers, so

there's time for me to run downfield and catch the ball. So my good friends all come from this touch football team.

Lage: And who's the passer? The quarterback.

04-00:34:41

Butler: The passer is a guy named Bob Janssen, Clayton R. Jansenn, who later becomes the leading attorney in Eureka, California, and a great trial lawyer. And actually, I recruited him to come to Pillsbury. He'd been with the attorney general for a couple of years, and I got him to come to Pillsbury. And then he quit. And that's part of the reason that I quit, because I realized that's not where I should be. Anyway, so we had this dynamite touch football team. And we just kill everybody. Until we get to the finals of the university— All the fraternities have touch teams. Everybody's playing this thing. Dormitories, everybody. And we're killing everybody. Oh, and by the way, we had another quarterback that had led his team, from Knox College. So we had a certain amount of skill. [chuckles] Until we get to the finals of the Stanford championship, and we have to play the firehouse.

Well, the firehouse basically— It's a job. They're students, but they aren't really students. And they basically recruited a whole bunch of semipro athletes. And we go out there, and these guys have figured out that the way you win touch football games is you just smash the other people. Because you can block in touch football. You don't tackle, but you can block. So they just proceeded to beat us up. And even at that, it was a close game, but we lose. So then we did the next year, and I think we lost the next year, too. By senior year, we'd given up on it. So all my greatest friends in the law profession came out of that touch football team, especially Janssen and McCloskey. And as it turned out, I was the best man in both of their weddings, eventually.

Lage: So that might be the most lasting legacy of Stanford Law School, except for your wife.

04-00:36:47

Butler: Absolutely. That, and my wife is the most important part.

Lage: Okay. Did you know John Ehrlichman there? Was he at law school?

04-00:37:03

Butler: John who?

Lage: John Ehrlichman. Ehrlichman. Am I saying it wrong?

04-00:37:05

Butler: Oh, Ehrlichman.

Lage: Was he at the Stanford Law School, too?

04-00:37:09

Butler: Yes. And that's a whole other story. He was not a close friend, but he was, I guess you'd say, a good friend. He was my partner in the moot court competition. And so yes, I know John and I knew John, and I didn't see him after that. But McCloskey kept up with him. And that was the beginning of this huge saga between Ehrlichman, McCloskey and myself years later in Washington.

Lage: Should we come back to that when we get you to Washington?

04-00:37:43

Butler: Right.

Lage: [laughs] Okay, good. Okay, so what do you want to say about—

04-00:37:47

Butler: By the way, the other thing is that in the class behind us, were Bill Rehnquist and Sandra Day O'Connor. And in the senior class ahead of us was Warren Christopher. And Warren Christopher was already kind of a legend in the law school because he was the editor of the law review. They'd just started a law review. And he was the top student in the class that— they were in third year when I was in first year. And we were all living together. I wasn't living where Christopher was, but a lot of the members of his class were living in the dormitory where I was, and we got to be very good friends. And a lot of them had come back from the war. One guy'd come back with a leg missing, who later became a judge in Napa. It was a wonderful time, because people that were thirty years old were in my class in law school, and they'd been colonels in the Air Force and they'd run fifty bombing missions over Europe. And the GI Bill had gotten them to the law school, where they probably in their lives, would've never had an opportunity to do that. And you talk about serious! They were married, some of them, and they weren't there to mess around. So compared to me, they were the real deal. I was just this kind of guy floating through.

Lage: Did those guys come from a different social background?

04-00:39:29

Butler: There, that was a huge part of the deal. They came out of nowhere. And some of them were from not prominent families, but just sort of middle-class families. But a lot of these guys had just bootstrapped themselves up. And they ended up being wonderful citizens and wonderful lawyers, and they were wonderful in the— Now, Christopher himself had come out of North Dakota somewhere, to Los Angeles. And of course, he ends up as the US Secretary of State.

Lage: Now he's on the transition team for [President Elect Barack Obama].

04-00:40:09

Butler:

Yeah. And I didn't really even know him then. Just later, because of the Ploughshares Fund and nuclear arms control, I'd gotten to know him a little bit. And I kind of knew Bill Rehnquist. But then I knew him a lot more when we were together in Washington, because we were both kind of second tier presidential appointees. He was an assistant attorney general and I was at HEW. And I actually saw quite a bit of him. A very, very fine man. Our politics was just night and day by that time. Bill was from Arizona, I don't think he ever did understand people in New York City or even— certainly, not San Francisco. But just a *very*, very fine man. And obviously, just a terrific mind. And now I find out that he was a great Supreme Court justice, as far as including people that he disagreed with. His legal biases never got into his personal life. So anyway, Rehnquist was there; I didn't know Sandra Day O'Connor. It later comes out that the two of them actually dated for a while.

Lage:

Oh, really?

04-00:41:31

Butler:

Can you imagine? [they laugh] She came from a ranch in Arizona or New Mexico, I forget.

Lage:

I think it was Arizona.

04-00:41:38

Butler:

Anyway, when they have reunions now, the class of 1952, Stanford Law School, they hand out a button. And everybody except Rehnquist and Sandra Day O'Connor wear this button that says, "I graduated number two in the class of '52." [Lage laughs] Because everybody knew that Rehnquist was first in the class and Sandra Day O'Connor was third. And so they all nominated themselves to be second. [they laugh] But Stanford Law School was just becoming a first-rate law school at that point. I did end up as president of the law association, which is the student body of Stanford Law School.

Lage:

And what does that signify?

04-00:42:29

Butler:

It signifies nothing, I think. We would invite speakers to the place. If it signifies anything, it was that I was unthreatening enough. I had to deal with major issues like, is there enough toilet paper in the men's rooms or whatever. And it was my job to deal with the faculty if there was some student/faculty thing. And actually, students went on strike about something or some faculty member refused to teach about something, I forget. And I had to go negotiate with the dean, Carl Spaeth. But the only really significant thing about it was that I had the key to the bulletin board. And so in our senior year, Janssen and I had gone down to our family home in Santa Cruz. And my date at the time was a very beautiful woman who was enough of a model that she'd been on the giant Kodak billboard in Grand Central Station in New York. A lovely person and a really strikingly beautiful blonde. She wasn't a serious girlfriend,

but she was a good friend. And we photographed Janssen on a pogo stick with this beautiful blonde on his shoulders. [Lage laughs] And I had these photographs. And so when we were about to graduate, I had the key to the bulletin board, and I put up two pictures of Janssen with this gorgeous woman, who was known all over the campus as the most beautiful woman at Stanford University kind of thing.

Lage: She was an undergrad?

04-00:44:19

Butler: She was an undergraduate, yeah. Donna Neal. And a *wonderful* person. But she was already treated like a beautiful bimbo blonde, when in fact, she was much, much better than that. But she was just too beautiful; that was her basic problem. So anyway, I put on the bulletin board these two pictures. And under it, I write, Clayton R. Janssen says, "The law is a jealous mistress." [Lage laughs] That's the phrase of— So I wait until the class, whatever class we're having, is convened because I know he'll see this thing on the way in and he'll be looking for me, because he'll know who did it. So I'm hiding in the back of the class. And of course, Janssen walks in and everybody in the law school, in our class, is hooting at him and needling him, even the professor. I've never nailed him so badly in my life. And so he's looking for me, so I'm sneaking around so he can't find me.

Lage: Six-four, that's hard to do.

04-00:45:22

Butler: That's what the president of the law association does [Lage laughs]. Serious stuff. By the way, he and I ended up taking the state bar together. And the reason I remember is that we're down there— And it's a very stressful thing, taking the state bar exam. And we're down there at lunch time, having a hamburger in some joint, and the television is on. And it's probably the most famous baseball game played in my lifetime. The Giants win on a home run in the last inning, when Bobby Thompson hits a home run. [laughs] And the announcers are screaming, and everybody's screaming. And Janssen and I are watching this thing and we're saying, "Oh, *jeez!* Now we've got to go back and take the bar exam this afternoon." Anyway.

Lage: You passed it.

04-00:46:23

Butler: We both passed it.

Lage: Were there preparation classes for the bar exams in those days?

04-00:46:27

Butler: Oh, yeah. He and I went and hiked in the Sierra. I went down to see Sheana, and then he and I hiked in the Sierra. By this time, McCloskey's off fighting the war in Korea. And then we came back and we both took the review course

for the— And I lived there at Stanford in the summer for a month or two, taking the bar review course. And then came October, we took the exam.

Lage: What do you want to say about that ten years at Pillsbury, Madison and Sutro? Let's try to cover that today, and then next time we'll get to the Peace Corps. You must've been raising your family at the same time, or starting your family.

04-00:47:20

Butler: There were good parts to it. After I'd been there two years, Sheana and I got married. We had a child a year, two years later, I guess. I suppose the high point was that I worked with my father's closest friend, I guess, or one of his two closest friends. You see, by this time, the two senior partners in the firm were very close friends of my father's. One of them was Marshall Madison, who was the senior partner, and the other one was Eugene Prince, who was the premiere lawyer in the firm and was widely regarded as the best appellate lawyer in California. At one point, was president of the California Bar. Came from a tiny town, Tuolumne, up in the Sierra, where his father had run the lumber company, Westside Lumber Company, which we represented and where I spent a lot of time So that part was wonderful. I learned to write with Gene Prince, at a stand-up desk, which I still use. And when I was in the government, I used a stand-up desk. And we would write briefs together. And he would say to me, "Lewis, if you can take out every third word, then that means that the brief is a third shorter than it otherwise would be. And the one thing that judges hate are long briefs." And then he gave me *Strunk and*—

Lage: *Strunk and White.*

04-00:49:11

Butler: —*White* to read, about adjectives and adverbs. And we stood there and struck out superfluous words. And he basically taught me to write. And I'd always been a decent writer, but that was really the high point of it. The other part was that I spent three years at the telephone company, literally in the telephone company, because the two biggest clients were the telephone company, Pacific Telephone and Telegraph, and Standard Oil. Our offices were in the Standard Oil Building, on the nineteenth floor. It tells you something about the law firm, that the top brass of the Standard Oil Company were on the eighteenth floor. We were above them. We had the nineteenth and twentieth. And I think Pillsbury had organized the Standard Oil Company in California, when they split up the great empire that had been the Standard Oil Company and Rockefeller went down the drain—or at least his empire went down the drain.

So anyway, I was at the telephone company. I liked that because I was doing things like helping them buy the telephone company in Suisun and Green Valley because they didn't want to look like big bullies. And so we had to be very— Now, this is a telephone company where there was one switchboard

and a nice lady that knew everybody's name and would say, "Mrs. Smith, your husband is out for the day but he'll call you when he gets home." [they laugh] So we bought telephone company— One of the things that was nice is I got to go back to Yosemite, and we took over the telephone service in Yosemite because the Park Service was running it and it was a bunch of copper wire stretched between trees in Yosemite. And so they needed a modern telephone company. And from skiing, the people I skied with were the sons of park rangers, so I knew a lot of people up there. So there was the good parts to it. I made an attempt to be a trial lawyer at somebody's suggestion. I was lousy at that.

Lage: And why?

04-00:51:36

Butler: I think just that was not my aptitude. All the things that made McCloskey a fabulous trial lawyer were things that I didn't have. And Janssen. It was interesting, my two closest friends both became extraordinary trial lawyers, and I was just— and that just wasn't—

Lage: But what are the qualities? Is it a combativeness?

04-00:51:56

Butler: Well, I think it's probably faster on your feet, more competitive. They just loved the fight. They loved the fight. I was much happier getting people to get together and make a deal of some sort.

Lage: Yeah. I see.

04-00:52:18

Butler: Anyway, I was not a very good lawyer.

Lage: Now, why do you say that? Are you just being modest?

04-00:52:24

Butler: Well, no, by the standards of the firm. They wanted somebody that really wanted to devote themselves to it. I didn't. For example, Janssen and I took a pro bono case for a law student that had been accused of armed robbery. And the guy was certifiably nuts at the time, and we tried to get him off on appeal, on an insanity defense, and lost. But I was much more interested in that. And the firm was unhappy that I was doing all this pro bono work. And so by 1958, I knew I'd better get out of there. But I didn't know how. I went back and tried to get a job in the Eisenhower administration and discovered it was a pretty tired place. And so I didn't do that, and instead, I became chairman of the State Bar Legal Aid Committee and I did stuff in Republican politics. Wrote a paper on the Water Bond Act, which was the big deal in 1961. Which, by the way, I went back— and it was a completely typically amateur effort, but since I later got totally immersed in water issues in the state, I realized that I'd said one thing that was absolutely right in that paper, that this

act has got a huge defect. It doesn't specify how much people should pay for the water, and whether they should pay enough for constructing the California Aqueduct and the dam in Oroville and all this other stuff. So the end result was, because of politics, that a whole bunch of farmers in the Westlands Water District in the San Joaquin got water, that didn't even pay for the cost of operating the system, much less the cost of building the system. But anyway, I did stuff—

Lage: You mentioned Republican politics and the Water Bond Act. Were you taking a position on the act?

04-00:54:33

Butler: Well, when I analyzed the Water Bond Act, it was because a good friend, Putnam Livermore, who was later the chairman of the Republican Party, said, "Would you do an analysis of the Water Bond Act for us?" I think he wanted to give me something to do. He was a very good friend. And so I did that. And then he had me appointed chairman of the State Bar Legal Aid Committee. And then I appointed McCloskey to the committee. And all legal aid was volunteer stuff then. And we went around pretending we were doing something, and encouraging these volunteer things. But it was nuts. There was no legal aid for the poor. It wasn't till Lyndon Johnson and the poverty program came along and the national legal aid stuff that it was ever serious.

Lage: So it was all getting people to do pro bono work.

04-00:55:30

Butler: Well, it was all volunteer. It was sort of like poor people are sick; doctors should volunteer to take care of them. Poor people have a legal problem; lawyers should volunteer to take care of them. Well, the idea of a class action suit by migrant farm workers, [chuckles] that wasn't in the ballgame.

Lage: Well, it's important to kind of set this up as a picture of the times.

04-00:55:53

Butler: And I'd never chaired anything before, and I discovered that I wasn't bad at it. And I had my crony McCloskey there to support me, and he was all for that stuff. And then the other thing, which maintained my sanity, was that we had all these little— We were all members of the Barristers Club, which is the junior bar association. And we collected toys and things like that for poor people for Christmas. Just the classic white do-good kind of thing. So I was assigned to deliver the toys to the Booker Washington Neighborhood Center, out here on Presidio Avenue, not far from where we live. And I went out there and delivered my toys and looked around. And they had a gym, basketball court, and a whole bunch of nice people. And I met the guy that ran the place, who was a Republican. Black guy, can you imagine? Black Republicans, it's a funny combination, but it had something to do—

Lage: *Then*, it wasn't.

04-00:57:20

Butler: —with Abraham Lincoln. And a wonderful younger— well, about the same age— a guy named Yori Wada.

Lage: And he was working there?

04-00:57:35

Butler: He was working at the Booker Washington Center. Yori later ended up as the chairman of the Board of Regents of the University of California. [laughs] Well, I went to him and to the guy that ran the place, the black guy, and said— This was after Christmas, when I came back. And I said, “I used to play basketball. Is there anything I could do to help you? Like coach a basketball team?” And they said, “Yeah, we have clubs here. And you could take over one of the clubs. And each club has a basketball team.” Well, I didn’t find out until I’d started California Tomorrow, or restarted it— I had Yori come down to speak to people. By this time, he was head of the Board of Regents and the YMCA, and was a wonderful friend. And he describes the situation. [laughs] He says, “You walk in the door—” I can’t remember the guy’s name, Jim, the guy that ran the place. “You walk in the door and we think, this is a really nice guy, and he is *unbelievably* naïve. He thinks he’s saving black kids from a life of crime, from the Western Addition. We’ve got to make sure he doesn’t get disappointed.” So they pick every good kid they know in the Booker Washington Center, and they organize the club. And it’s a club especially organized so that I’ll be a success.

Lage: [laughs] Oh, how funny! You didn’t find this out till much later?

04-00:59:20

Butler: No! I suspected it later on, because these guys were terrific. Roosevelt Taylor, he’s still around. He spoke at Yori’s funeral. Anyway, so I’m assigned to keep these guys from a life of crime. They’re all their mother’s favorites. They’ve all got brothers in jail, but they’re the good guys in the family. [laughs] So I have the Hawks Club at Booker Washington. And I loved it. And I took them around to play. And of course, we beat everybody because these guys—

Lage: They were good.

04-00:59:58

Butler: They were really good. They didn’t need a coach. We beat everybody. And I remember very well, we went down to the Salesian Boys Club. And I knew the guy that was running the Salesian Boys Club because a good friend of mine, Guido Saveri, Joe Alioto, they’d all grown up with the Salesian Boys Club. And I went down there. And his name was Fusco. And we had a basketball game, and my team *killed* his team. I think it was eighty to thirty or something like that. And so after the game, I said to the guys, the Hawks, I said, “Now, Mr. Fusco has a very bad cancer and he’s a wonderful man. And he started the Salesian Boys Club, and he’s been the mentor to all these politicians and everybody that’s come out of North Beach, including the

mayor.” And so I said, “You should go by and thank him for having us down here and playing.” So they all go by and they shake his hands. [laughs] And then I come out and here’s Fusco. And he says, “Well, Lew, I’ll say this for you. At least you got those Mau Maus being polite [they laugh]. Italians’ view about— Italian and Irish on black guys— Italians and Irish hate each other, in general. That was the only racial tension we had in St. Ignatius was the Italians versus the Irish. But the one thing they could agree on was a bunch of niggers down here in the Western Addition.

Lage: And he couldn’t get over that.

04-00:61:38

Butler: No. So—

Lage: Wait, I have to stop this. It’s going to run out.

[End audiofile 4]

Begin Audiofile 5 11-12-2008.mp

Lage: Okay, we are back on. Tape five, November 12. And we’re just finishing up about the Booker T. Washington club.

05-00:00:14

Butler: Well, I didn’t do much for the Booker T. Washington Center, but they did a lot for me. For example, I don’t know who decided, but somebody decided that our club would go to the Napa State Hospital at Easter time to deal with the mental patients up there. And there was some ward that we all went to. So these ten black kids and I and my wife go up to the Napa State Hospital. And they’re so much better with these patients than I am, I just can’t believe it. They’re *wonderful*. And they’re laughing and joking with them and playing cards and doing all this kind of stuff. And I’m looking at them and thinking, who’s got the talent around here? It’s not me, it’s them. So that made a huge impression, and it made a huge impression on Sheana.

And then time went on, and we got to 1960. By this time, I think I had the club for two or three years, maybe two. But they were growing up and graduating from high school and going to work and going into the army. And I remember one of them, when I was at Pillsbury, Roosevelt Taylor came by to see at Pillsbury. And he came up to the nineteenth floor where my office was. And of course, the receptionist is thinking (he wasn’t in his army uniform), like, who is this guy that’s in here? So they call me and say, “There’s a Mr. Taylor out here.” And so I go out, “Hey, Roosevelt.” And they’d started out calling me Mr. Butler; by this time, it was Lew, I think. And he said, “I’ve got to get back to the base. Can you loan me fifty bucks?” And I said, “Sure.” And I never expected to see the fifty bucks again. It came in the mail about two weeks later.

And then by 1960, Sheana and I had been living in an apartment. Tells you something about rents in San Francisco. Our first apartment on Nob Hill was a one bedroom, seventy-five bucks a month. The next apartment was literally a three-bedroom apartment with an extra two bedrooms upstairs, if you wanted to use them—we used them as storerooms—and a dining room and a living room, for 125 bucks a month, on Sacramento Street—excuse me, on Jackson Street, just above the Presidio—that if you rented it now, it'd cost you 20,000, \$10,000 a month, I don't know. Anyway, so we got two little kids. But we both want to have a home somewhere. And we had a long flight of stairs to get up there, and Sheana was taking the kids to Julius Kahn Playground, where I had grown up, and was thinking that it'd be nice to have a backyard. So we looked for a house. And we finally find this house, which has been on the market for a year because it's a dump and nobody wants it and so on.

So then the question is, we've got to move to this house. And I think when I started at Pillsbury, I was making \$300 a month. By this time, I don't know, I was maybe up to a thousand dollars a month. But we didn't have a lot of extra cash around. And so somehow or other, the Hawks Club, or the members, learned that we were moving. So one of them, a guy that's now dead in a tragic auto accident—ended up as a deputy sheriff—calls me and says, “Okay, we're going to come by and help you move.” And I said, “Well, I'm going to get a rental car.” No, don't worry about it. We have a vehicle.” Well, they came by. And I know they were kidding me, but I swear it was a white Cadillac convertible. And one of them probably told me, just because they knew it was a joke, that, oh, we borrowed it from some pimp. [they laugh] Well, it obviously wasn't true, but they'd gotten ahold of this convertible. And the reason— they figured if they put the top down, we could put all our furniture in the back of the convertible. So we moved into Commonwealth Avenue with six or eight black kids in a white Cadillac convertible, and carrying furniture upstairs. And to this day, it was one of the happiest days of my life, because I *really* liked these guys. And they apparently really liked me. So that was a big deal.

Lage: Was your club mainly a basketball club?

05-00:05:11

Butler: Well, that's how they recruited people into it. That's how they got people in the door at Booker Washington. But then they basically had them doing civic things like going to entertain the mental patients.

Lage: Yeah. So that was part of your responsibility.

05-00:05:27

Butler: Yeah. So the basketball was kind of the organizing principle, but the real function of the club was to promote good citizenship and all of that. And it did. But I didn't do much about that. They were the ones that were doing it all. It was their idea to go to Napa State Hospital.

Lage: Oh, it was?

05-00:05:45

Butler: Yeah. Or at least it was the idea of Yori or somebody. It wasn't my idea. By that time Yori wasn't that well, for some reason, and he had moved down to the Buchanan YMCA. And of course, he ended up this great citizen, the head of the YMCA and all that stuff.

Lage: Yeah, yeah. Okay, so that maybe had as much influence on you as some of the things you did at the law firm, it sounds like.

05-00:06:14

Butler: Well, I remember it had a pronounced effect, because when I went to get in the Peace Corps, when they found out that I'd been head of the Legal Aid Committee and had had a black basketball team, I think that had some real significance to them. And I was much more interested in that stuff than I was— And later, when I couldn't get a job in Washington, I came back. And Bob Janssen said, "I think you ought to think about whether you really want to practice law." He said, "This is not a put-down term, it's a good term. You might be a do-gooder. And maybe you'd be happier doing that stuff." Very wise. I found that letter the other day. So anyway, that was it.

The funny thing about—One of my good friends, and I gave him his going-away party from Pillsbury, was a guy named Brent Bozell. And Brent Bozell married Bill Buckley's sister and they had nine children. And she had a mountain of money, of course, because that's the Buckleys. And Brent ended up, while we were in the law firm, as Joe McCarthy's lawyer.

Lage: Oh!

05-00:07:36

Butler: He took a leave of absence from Pillsbury and went back in the McCarthy censure hearings. And Brent and I had shared an office together. I really liked the guy. He's still around, by the way, and is bemoaning that the Republican party has become so liberal. [they laugh] And he was one of the founding editors of the *National Review*, with his brother-in-law. But Brent's gone so far over the edge that it's— He even moved to Spain for four years because he wanted to live under somebody that was really good, Franco.

Lage: Back in those days, he did?

05-00:08:18

Butler: Yes.

Lage: Oh, my.

05-00:08:19

Butler: And when I was in Washington and I tried to see him, he was going to have lunch with me and he finally said, "It'd probably be better not to." Called me up. And I've never seen him since.

Lage: But you had a close relationship—

05-00:08:31

Butler: Well, I gave him a going-away party when he left San Francisco to go back to be on the *National Review*. But anyway, when I was back in Washington and he was there—this is before I went in the Peace Corps, when I was looking for a job in the Eisenhower administration—I saw Brent. And he said, "What are you doing?" And I told him about Booker Washington. And he says, "What are you trying to do, save the world?" I said, "No. I'm trying to help twelve black guys that are really first rate." And I've since thought about it. I thought, That was exactly the right answer. But he just— It's funny, I *really* like the guy, and there's no way that we had anything in common other than a personal friendship. With politics— His wife was later arrested, or at least grabbed, because she slugged a couple of nuns in the Catholic cathedral in D.C. because these nuns were too liberal. Just nut-case stuff. And he's to the right of everybody now. Anyway, that's the end of Booker Washington.

Lage: [laughs] Okay. Well, I'm thinking this might be a good place to stop, and start up next time with how you happened to get into the Peace Corps. Does that seem good?

05-00:10:07

Butler: Okay. Let me say one more thing about—

Lage: Please.

05-00:10:12

Butler: When Brent came back from the Army-McCarthy hearings and the censure hearings— And McCarthy had been censured by the US Senate, and he left the Senate.

Lage: And is that what Brent was defending him— in that proceeding?

05-00:10:31

Butler: Well, they censured him over his conduct in the— I forget the details, but the Army-McCarthy hearings was he was trying to expose— He was practically accusing Eisenhower of being soft on communism. Eisenhower was criticized because he didn't defend Marshall. McCarthy was saying Marshall had sold out China to the Communists and there were— I have the names of fifty Communists in the State Department, names that were never published. And all of that. And so then they had the hearings and this wonderful lawyer from Boston just crucifies McCarthy, and then the Senate is going to censure McCarthy for his conduct. And Brent goes back to be one of his lawyers. At that point, McCarthy— This is the biggest time of the Red Scare in America,

just terrible stuff. Richard Nixon was *mild* on Communists, compared to McCarthy. And so McCarthy makes a speech in which he says that the US Senate is the handmaiden of the Communist party, for censoring him. Now, maybe he said unconscious handmaiden, I forget. But it's terrible stuff. So Brent comes back and I see him. He's back in the law firm. And I said, "Brent, I understand the guy needed a lawyer and you went. That's fine. I'm glad you did it. But what in the world was McCarthy doing making a speech like that, accusing the US Senate of being in cahoots with the Communist party?" And he said, "Well, before you go any farther, I guess I ought to tell you I wrote the speech." And I said, "You're right. We won't have that discussion." Later when I saw him, I found out that he wrote every word of Barry Goldwater's books, *The Conscience of a Conservative*.

Lage: Really?

05-00:12:30

Butler: Yes. So it was one of these events that—because I *really* liked the guy—that our lives just went in absolutely opposite directions.

Lage: And liking people doesn't always mean that you really are working on the same page.

05-00:12:51

Butler: No. And when I saw him the last time in Washington, and he happened to leave the room and his mother came in— He came from Omaha. He'd been a United World Federalist until he met Bill Buckley and his wife. And his mother came to me and literally said, "Can't you do something about Brent?" She didn't say, he's gone nuts, but she basically said, "The Buckleys have turned him into this thing I don't recognize as my son, he's so— He's not just conservative, he's gone off the edge." And I said, "I'm sorry, Mrs. Bozell, I understand what you're telling me, I just don't know what to do other than—" I wanted to stay in touch with him, and that's why I call him when I eventually end up back there in the Nixon administration. He doesn't want to be seen with anybody in the Nixon administration.

Lage: Wow. It's interesting to me that McCarthy wasn't writing his own words when he made these— that he actually had those speeches written. I thought they were just wild fumings.

05-00:14:00

Butler: Well, McCarthy, what he was doing in the hearings was all wild stuff, but McCarthy wasn't a very smart guy. And Buckley and Bozell, before I met Brent, had written the book, *Joe McCarthy and his Enemies*, which was a defense of McCarthy. Buckley was as good a writer as you'll find. Brent was a very good writer. And so they had this idiot McCarthy, who was nothing but a thug, they were putting their words in his mouth. And then when McCarthy spoke his own words, it just got worse, because then he started telling lies about— And finally, you remember, in the hearings, I forget the wonderful

lawyer's name, from Boston, [Joseph Welch] who was brought in to combat McCarthy. And McCarthy went after the lawyer's young assistant, a young lawyer, and tried to accuse him of being a Communist. And that's when this guy said, "Senator McCarthy, have you no shame?"

Lage: Yeah. That's right. Okay.

05-00:15:14

Butler: That's it.

Lage: Let's stop there today.

[End of Interview]

Interview #3: December 4, 2008

Begin Audiofile 6 12-04-2008.mp3

Lage: Today is December 4, 2008. This is tape six of our continuing interview with Lew Butler. Our third session today, and we're focusing on your Peace Corps experience. So let's start with, well, first of all, your reaction as a young Republican, to the Kennedy administration, which seems to have some correspondence with the youthful Obama administration [which is soon to be inaugurated].

06-00:00:41

Butler: It's embarrassing, because my politics were so stupid at the time. I'd been born into a Republican family. And Pete McCloskey and I were in Young Republicans for Nixon and Lodge. It later turned out that he voted for Kennedy.

Lage: Oh, really?

06-00:01:03

Butler: [laughs] Yes, but he couldn't admit it. But yeah, he was the co-chair of the thing. I think I was still so stupid that I voted for Nixon and Lodge.

Lage: Now, when did he finally tell you that he voted for Kennedy?

06-00:01:15

Butler: Oh, about five years ago. [they laugh] But anyway, I had actually gone, at the request of the Republican party, to a political debate in Burlingame, which was attended, I think, by six people. And the debater on the other side was a wonderful man, Roger Kent, who was the local head of the Democratic party. And not only was it a stupid event, I was the ultimate stupid one.

Lage: Were you the debater on the—

06-00:01:50

Butler: I was representing the Republicans, and he was representing the Democrats. And he was saying Jack Kennedy had a great war record and he was a fine man and all of this; and I was saying something like the Democrats would ruin the country, and I was calling for the privatization of Social Security. I don't even want to think about what I did.

Lage: But I think it's important to—

06-00:02:12

Butler: Well, so that was kind of my— Well, and my boss at the law firm, my father's great friend Eugene Prince, his wife was a pillar of the Republican party, Mildred Prince. For example, when Eisenhower was finally the candidate, they called him Eisensour and thought he was just awful and wasn't a real

Republican. She was a Taft supporter. It was that kind of thing. She thought America First and Fulton Lewis, Jr., were wonderful people.

Lage: She fit in with the fellow you were telling me about last time, the McCarthy supporter at the law firm.

06-00:02:56

Butler: Well, she fit in with the whole picture. My grandfather, the whole works. So anyway, that's what I was.

Lage: And you were active as a young Republican.

06-00:03:08

Butler: Well, I was chairman of— I wasn't chairman of anything in the Republican party. I wrote a paper for Put Livermore on the Water Bond Act. I think we talked about that. And so I'd been involved in that. But I wasn't really doing anything.

Lage: You didn't hold a position like Put Livermore did, in the Republican Party hierarchy in California.

06-00:03:32

Butler: No, I had no position whatever, which is a good thing, because that would've been even more embarrassing. McCloskey's the only one that had the position, and he's the one that had the sense to vote for Kennedy.

Lage: I think that is a very good story.

06-00:03:49

Butler: But the election is held, Kennedy wins. And by strange coincidence, I had actually met Kennedy when he was campaigning in the Democratic primary, because he'd come through San Francisco. And his big buddy from PT boat days in World War II was Red Fay, Paul B. Fay, Jr., wonderful local Irish paving contractor from an old Irish family. And I knew Red; everybody in San Francisco knew Red. He was just Mister— I was going to say Glad Hand, but he was just a great kind of public figure that jollied up everybody. So I'd gone to the airport to do something, I forget. And here was Red with Jack Kennedy in tow, because he'd been taking care of him because Kennedy had come through campaigning in the primary. So I met Kennedy and I thought, this is nice, but that was about the end of it. And then Kennedy gets the nomination, of course, in the convention, and then he's back in San Francisco, I think in October, and makes a speech at the Cow Palace calling for the creation of a Peace Corps. Now, to this day, there're about fifty people who claim that they invented both the name and the idea. But I think Hubert Humphrey is the one who comes closest.

Lage: Oh, really?

06-00:05:20

Butler:

And Hubert Humphrey then, of course, being a senator and Kennedy being a senator. But anyway, he makes this speech on the Peace Corps and my friend—and I think we were sharing an office then at Pillsbury—Allan Littman, he and I had been talking about how screwed up US foreign policy was, and foreign aid in particular. And there'd been a book written called *The Ugly American*, by Eugene Burdick. And everybody, by the way, has forgotten the ugly American was the good guy in the book. [Lage laughs] But it was about how ugly our foreign aid was.

So we'd been talking about, wouldn't it be great if average American citizens went overseas and did something? And after that speech, I think Allan said to me that Kennedy's stolen our idea. [they laugh] So that was it. But exactly when, I'm not sure, but I suddenly realized that this is something I really would like to do, and this was my great chance to escape the law firm and San Francisco and everything else. So I call up Red. And it was before Christmas, I remember, because he said, "Well," he said, "That's great." He said, "I'm going to go skiing in Europe with Bobby Kennedy," who I'd never heard of. That was the president's brother, president-to-be's brother. And he said, "I'll talk to Bobby about it, see if there really is going to be a Peace Corps." So he came back and said, "Yeah, Bobby says there's going to be a Peace Corps and they've handed it to their brother-in-law, Sarge Shriver." Well, I thought it was very funny that some guy who'd been in the military and his name was Sargent Shriver, still—but that was actually his name. [they laugh] So then I wrote to the father of a good friend in Chicago, who was a big Democrat, a Kennedy backer in Chicago, and he wrote to people that he knew—Adlai Stevenson. I found these letters. Of course, they all amounted to nothing. Newton Minnow, who ended up in the Federal Communications [Commission]. All this kind of stuff.

Lage:

You perceived that you had to have a connection.

06-00:07:50

Butler:

Well, I was so desperate, obviously, that I was going to try anything. I didn't have too many connections, being a Republican. So anyway, then I'd write to Red. And Red was, by this time, figuring out what he was going to do in the new administration. And then I think Red had already been appointed, before the inauguration, undersecretary of the navy. And undersecretary of the navy had been a *huge* job in World War II. It was Forrestal that basically built the navy ships and all of that. But by this time, with a secretary of defense and a secretary of the navy, it was the kind of a place you could put someone like Red and not worry about him. Although I later found out the secretary of defense protested to Kennedy, to the president, that he was putting a paving contractor in there as the undersecretary of the navy. And the story is the president politely reminded Robert McNamara, the world's smartest guy, presumably, at that time, that McNamara was the secretary of defense, but the

president was the president. [they laugh] And if the president wanted his buddy from PT boats, he damn well was going to have him.

Lage: After all, he knew what a boat was.

06-00:09:18

Butler: So Red is the undersecretary of the navy. And he says, “Well, I’ll talk to Shriver or do something.” And the next thing I knew, it was six o’clock in the morning on Saturday in San Francisco, and the telephone rings. Now, six o’clock in the morning on Saturdays, I’m asleep. And I wake up, I just have no idea what it is, and get ahold of the telephone. And the voice says, “This is Sargent Shriver.” And of course, I was just paralyzed. But Shriver was, as always, just enormously gracious, and said, “I appreciate your interest.” And then I have a picture of him, to this day, with ninety phone calls he had to make that morning, saying, “But you know, we’re just getting organized and we’ll get back to you in a few months. And thank you very much,” and he was able to hang up. Well, I didn’t know. I was half discouraged and half encouraged and half totally puzzled. So I waited. Nothing happened. So then I got ahold of a friend who had gone to the New Frontier, the Kennedy name for the administration, Leigh Miller, who had gotten a job in foreign aid.

Lage: And was Leigh a Democrat?

06-00:10:52

Butler: He was a Democrat.

Lage: So you had Democrats in the law firm.

06-00:10:57

Butler: Oh, yeah. Leigh was a very good guy. He was a big time Democrat. And he’d gotten this job in foreign aid. So I called him up and I said, “How do I talk to somebody?” And he said, “Well, here’s a guy named Morris Abram,” who was a famous—I didn’t know anything about him, but it later turned out he was a famous civil rights lawyer from the South. Ended up as president, later, of Brandeis College. And he was the new general counsel of the Peace Corps. Shriver had recruited him. Well, somehow or other, I managed to get Abram on the telephone. And he said exactly the same thing as Shriver. “Don’t come back here. We’re just getting organized,” and so on and so on. Well, I’m getting more and more frustrated. And I forget how much time went by, but by about March or April—

Lage: You were *really determined* that this was what you wanted to do.

06-00:12:02

Butler: Well, I was. For a whole bunch of reasons, not all of them altruistic or public service. But anyway, I was really just determined to do something, so I just decided, the hell with it, I’ll buy a plane ticket and I’ll go to Washington.

Lage: How old were you at this time?

06-00:12:23

Butler: I was thirty-four years old. *Just* thirty-four. And I could stay with my friend Leigh Miller, who was helping me. And so I sent a letter to Morris Abram saying, "I'm coming." I didn't say, no matter what you say. [laughs] But I did that and I went back there. And I managed to get in to see Abram. And he was very nice. He said, "Well, I told you not to come, but now that you're here—" [laughs] Because, of course, people from New York had come down on the train and applied for a job; I had to go 3,000 miles, so they—

Lage: Sure. And it wasn't as easy in those days as now. You didn't do it lightly.

06-00:13:04

Butler: Well, it wasn't that hard; they had jet airplanes, so the same amount of time to get there. Anyway, Abram said, "Well, go see this guy, go see that guy," and do this and that and the other thing. And I did, and I went around. And one of the things that struck me was that people were working till ten, eleven o'clock at night. Shriver was cranking up the Peace Corps. He was determined to have Peace Corps volunteers out in the field in six months. *Nobody* does that. So he sent me around to talk to people, and I ended up with a guy that later was a great friend, named Bill Haddad. He was a crusading journalist from New York; later worked for Kefauver on all of Kefauver's stuff on drugs. Kefauver had been the vice-presidential nominee with Adlai Stevenson. So Haddad, I liked a lot. And he was clearly not a bureaucrat. He was, I thought, the real thing. And he said, "Well," he said, "This is a hard place to deal with right now. It's all confusion. If you have any trouble, call me. Here's my private line."

Well, I get home and a couple weeks, or I don't know how long goes by, and I get a mimeographed form letter saying that you're invited to be the deputy Peace Corps representative in the Philippines. And there's some guy's signature on the letter. So I call up and I finally get this guy. And I said, "I don't understand." I said, "You're going to hire a Peace Corps director for the Philippines." By the way, the director later turned out to be a good friend of mine. And I said, "Isn't he going to want to chose his own people to work with him and all of that? And besides, I don't want to go to a former US colony." I didn't say, but I'll go anywhere [they laugh] if I have to. So I got a totally bureaucratic answer from this about, this is the way government works. So not knowing what else to do, I call up Haddad. And I said, "This is nuts. I get a mimeographed form letter with my name filled in, in a blank, and then the name of the Philippines filled in, in a blank."

Lage: [laughs] Oh, my God.

06-00:15:35

Butler: "And then I get this guy on the phone." And I said, "What do I do?" And Haddad was wonderful. He said, "Sit tight. I'll work on it." And I didn't hear

from him for three or four or five days, I forget. And I'm thinking, what's going on? And he called back and he said, "Well, I'm sorry to be late getting back to you, but," he said, "I've had to completely reorganize [laughs] the executive recruitment of the Peace Corps." And he said, "We got rid of all of those guys, and we have a new one. We're hiring somebody that'll take care of recruiting people like you from the outside. And you'll hear from us shortly." And pretty soon, to my amazement, I got a free plane ticket in the mail and an invitation to come back and see the new executive recruiter. Turned out to be a guy named Glenn Ferguson, who also later was a great friend. And he ended up as the director of the Peace Corps in Thailand; he was my next door Peace Corps director neighbor in Malaysia.

So anyway, I get there, and one thing led to another. And pretty soon, I find out that I'm being considered to be the deputy director of the Peace Corps in Malaysia. First deal was Burma. That lasted about a week. Shriver had gone to Burma. Shriver had gotten on an airplane, gone around the world recruiting invitations for the Peace Corps. He'd gone to Burma and the Burmese had said something nice; but by the time I had been designated for Burma for a week, I think, Burma had decided to withdraw the invitation. And in fact, Burma at that point decided to stop the world, we're getting off kind of a policy. And that was 1961. Burma's gotten off [laughs] the world, starting in 1961, and still is. So they had to send me, they thought, to someplace that had been a British colony because I didn't speak Spanish—even though I claimed I could learn Spanish in a hurry, and my wife spoke Spanish. But they were smart enough to know that I was not going to ever learn Spanish, probably.

Lage: So they wanted you to be able to talk to the locals.

06-00:18:01

Butler: So they wanted me to go somewhere where I could talk to people, and that was former British colonies. And the next one was then called Malaya. And Malaya had been independent for four years at that point. Of course, all I knew about Malaya was that I thought that was the place where the Japanese army had come through and conquered the unconquerable fortress of Singapore. I was right about that, but that's all I knew about Malaya. I didn't know how big it was or any of its colonial—I got a map out and found out where Malaya was. So then the whole process started. I'm talking to Sheana, my wife, "You want to go to Malaya?"

Lage: Back up about Sheana's— Did she sign on to this Peace Corps project from the beginning?

06-00:18:56

Butler: Yes. I should've mentioned that. All along, I'm talking to Sheana. And I find all these—I kept a diary at the time, which I've never done before or since. And there're all these references to, "Talked to Sheana tonight. We're talking about Malaya. How does she feel about that?"

Lage: How did she feel about the Peace Corps, though, in general?

06-00:19:17

Butler: Well, she was for it from the beginning. She was even for the two of us being volunteers. That was the original idea; we were going to be volunteers. But it turned out if you have two children, you can't be a volunteer.

Lage: I see. So you had two young children?

06-00:19:33

Butler: We had two children at the time, four and six. Or three and five. They were four and six by the time they got to Malaysia. So Sheana and I had been talking about this. And you'd have to ask her what her sentiments were, but I think she looked forward to getting out of San Francisco, too, getting away from my mother and a lot of Junior League kind of stuff. Who knows? But we were young and we had little kids. What she didn't know was how hard it was going to be on her, because I was going to end up going to Malaysia and telling her [phone rings], "Get there when you can." Why don't you stop a second and I'll turn this off again. [recording stops & re-starts]

Lage: Okay. So Malaysia was all right with her.

06-00:20:24

Butler: Yes, but she didn't know any more than I did. And I think she knew how unhappy I was. Anyway, we settle on Malaysia. At some point, she comes back there, we get interviewed by a psychiatrist. He wants to know whether I'm escaping my mother. [Lage laughs] There's all kinds of stuff. Apparently, I pass the psychiatric test. And Sheana's getting interviewed too, and there's a lot of back and forth about it.

Lage: It's interesting that they've got this psychological perspective—

06-00:21:02

Butler: Well, they were very smart. Because they didn't want to send some basically unstable people over into an environment that was going to be stressful. As it turned out, the stressful part was wonderful for me; [chuckles] it was not so good for some others. So yeah, they had a lot of psychological testing. And they had a lot for Peace Corps volunteers. By the way, when we found out they wouldn't take volunteers with children, they said, "Maybe you could be on the staff." That's how this all got started. And I said, "This is interesting. You're sending staff people over there that probably have less skill [they laugh] than the volunteers and know nothing about the place, either." And that didn't seem to bother anybody. By the way, the average age— not average, but— Shriver was the oldest guy in the Peace Corps at the time, I think. There might've been some bureaucrat borrowed from AID, but Shriver was forty-two. A lot of the top people were less than thirty years old. Bill Moyers was the deputy director; he was twenty-eight. Bill Josephson, who was the extraordinary, tough general counsel, was twenty-eight years old. And they

had feuding twenty-year-olds in the Peace Corps. It was just riotous. The staff meetings were just—

Lage: And when you say feuding—

06-00:22:39

Butler: Well, I mean it was just an explosion of energy. Can you imagine putting a bunch of twenty-eight-year-olds in offices across from Lafayette Park and letting them whack away at each other?

Lage: Right. And invent something new.

06-00:22:53

Butler: And Shriver loved it. He just loved all of the friction and the tension and all of the excitement.

Lage: So did you get in on those kinds of meetings?

06-00:23:02

Butler: Well, I would go to the staff meetings and so on.

Lage: Before you were sent over.

06-00:23:06

Butler: Yeah. Because I was there for a total of at least a month, maybe, in Washington. And I helped hire the guy that was to be the Peace Corps director, Norm Parmer, who was a historian from Northern Illinois University who had lived in Kuala Lumpur for five years, had written about Malaysian government.

Lage: The director in Malaysia.

06-00:23:33

Butler: Yes. Peace Corps director in Malaysia. He was to be my boss.

Lage: You helped hire him.

06-00:23:38

Butler: Yeah. And then I helped hire the guy that was going to be the number three person. His name was Jay Marionoff. And he was a political science professor from Iowa—spoke good Indonesian, which is a fancy form of Malay, but essentially the same language—and had been in Indonesia doing his doctoral work in political science, living in the villages.

Lage: So you got above and below you, people who knew Malaya.

06-00:24:05

Butler: So I go sandwiched between these two guys that actually knew where the place was. They knew something about it. And that was fun, because then the three of us would fight various bureaucratic things about who could have cars

and who could do this and who could do that. And it's all recorded in this diary. And it was exciting. And later turned out, one of the people that was wonderful there was Nancy Gore, who was in her twenties, Al Gore's sister, who later died of lung cancer, I think. She was the star of the family, and Al Gore was the little brother. And she was terrific to me. A friend of mine that I knew had taken her out or something. Anyway, she was very nice to me. And her pal was—I'll have to think of the name, but anyway—the daughter of the guy that ended up—a very prominent Democrat—who ended up as the ambassador to India. Chester Bowles. Chester Bowles' daughter. And so you had these kind of daughters of prominent political families, Democrat families, because Nancy Gore's, Al Gore's father was the *distinguished* senator from Tennessee. So they kind of took me under their wing and tried to teach me how to behave in Washington. It was a *lot* of fun.

Lage: Now, were they involved with the Peace Corps?

06-00:25:38

Butler: Both those young women were working for the Peace Corps. And later, Sally Bowles came through Kuala Lumpur. I forget whether she was on the way to see her father in India or the Peace Corps or something. Anyway, I liked them both a lot. And they sort of took me under their wing and were making sure that I didn't screw up, whatever. Buy me a beer or whatever. So it was very exciting. And Sheana was back there for at least a week or ten days. So pretty soon, we were off. And the deal was that the three of us, Parmer, myself and Marionoff, would get on an airplane on the twentieth of August. Now mind you, the Peace Corps gets started in January; we're going overseas on the twentieth of August. They'd already had Peace Corps volunteers in Africa. I think we were the tenth program that was going to be launched. But Shriver had just pushed this thing in an extraordinary way. Now that I know more about Washington, *nothing* happens that fast. And of course, the great story was, later, the president gave him a lemon and he made lemonade. And of course, we've got the fiftieth anniversary of the Peace Corps coming up and it's *still* lasted. So anyway, the deal is we're going to go to Malaysia, get on an airplane, go on the twentieth of August, 1961. So I come home, get organized, tell my mother adios. [laughs]

Lage: Were you glad to do that, at some—

06-00:27:28

Butler: Well, yeah, I was glad to get out of here.

Lage: Yeah. You must've felt a lot of pressure from this San Francisco—

06-00:27:36

Butler: Well, the answer is it was both—it was a great lesson—it was both good and bad. I discovered who my real friends were. [laughs] And they were the ones that thought it was wonderful. The classic example was in the law firm, because I went to see the three senior partners. The first one that I'd worked

with, Jack Sutro, who was the son of the Sutro in the name of the firm. And I had worked for him for the first three years I'd been there. And we were friends; I'd go to his ranch and so on. Well, I went to tell him what I was doing, and he basically accused me of being a traitor. And until he died, he would essentially have very little to do with me, which was no problem, because I didn't want anything to do with him. He wanted little to do with me.

Lage: A traitor to the firm or to—

06-00:28:32

Butler: A traitor to the firm; that they'd put all this effort into me and blah-blah. It was stupid. Then I went to this wonderful Gene Prince, who had taught me to write—or tried to teach me—and explained it to him. And he, besides being a very conservative Republican, he had— The great disappointment of his life is that he had brought a lawsuit on behalf of Standard Oil, a famous, famous lawsuit that went on for years and years, in which a section of land in California had been drilled on by Standard Oil, and a huge oil find. It was called the section 36 case. And when they laid out the survey of the United States into sections, square miles, every section 36 in the township of that square mile was supposed to go for school purposes. And then the school district could sell it and get money and so on. But they couldn't sell it if there was known minerals on it. Anyway, it had gone on and on and on and on. And he always felt that the government— The government had won the case. They'd basically taken over the oil wells from Standard Oil on this section 36.

Lage: For the schools.

06-00:29:54

Butler: And it was millions and millions of dol— Well, it was no longer for schools. But it was millions and millions of dollars, and it was Ickes, the secretary of the interior. And so Gene Prince hated government, hated the Democrats. But he was such a nice man that he, unlike Sutro, he didn't criticize me. He said, "Well," he said, "You can understand, you know how I feel about government; I just can't understand anybody wanting to work for the government. But if that's what you want to do, that's fine with me." Given where he was coming from, he was wonderful.

But the big surprise was that the head of the law firm, who had just stepped down as the head, kicked himself upstairs at age sixty-five, was Marshall Madison, another great friend of my father's. And in fact, his wife was my brother's godmother. And I had had nothing to do with him, really, for the ten years I was in the firm, because I never worked with him and he was always— had other clients, like Standard Oil and so on. So I went to see him. And I remember exactly what I said. I said, "Mr. Madison, you're going to think this is nuts, but I'm leaving to go and try to help run the Peace Corps overseas." And I could've just fallen over dead. He said, "Lewis, that's wonderful." He said, "That's much better than hanging around here doing contracts for the

Standard Oil Company.” [they laugh] I could’ve hugged the guy. I think I probably teared up when he was telling me that. And then he said, “You know, in World War I, I was in the Marine Corps, marching across France.” The Marine Corps really got beaten up in Chateau-Thierry and places. They were the first ones to get killed in France in World War I. And he said, “I was never happier, trying to do something for our country overseas.” And he said, “Who knows?” He said, “We’ve got nuclear weapons. Who knows what’s going to happen to the world? That’s terrific.”

Lage: Isn’t that interesting?

06-00:32:12

Butler: Oh, it made my whole departure from the firm. After that, I never looked back. And when I got home years later, he actually helped me with my little private law practice. He’d steer some clients to me and so on. And then another high point was there was a wonderful lawyer named Morse Erskine, whose wife and sister-in-law were very good friends.

Lage: Dorothy Erskine.

06-00:32:40

Butler: Dorothy Erskine had founded the Committee for the Green Foothills. And Morse Erskine was a lovely man. I never—

Lage: And he was in the firm?

06-00:32:47

Butler: No, he was in his own firm. But I had worked with him; we’d been lawyers together. And I knew him because of the family connection. And he found out through his sister-in-law Jean Wolff, that I was going. And I always liked this man a lot. And he wrote me the loveliest letter, which I still have. And it said, “We’ve gotten this wonderful gift of life, and most of us,” he said, “including myself, don’t take as much advantage of it as we should. And you’re doing it, and this is terrific.” And then I had calls from a couple of family friends saying more or less the same thing.

So by this time, I was on a high. I was saving the world and— The only thing I wasn’t doing was [laughs] helping Sheana. So I leave, and she’s left to deal with renting the house, getting the furniture in storage, getting the kids out of school, dealing with my mother, who’s causing all kinds of trouble because her grandchildren are leaving and she’ll never see them again and we’re all going to die, and I don’t know what the hell— So poor Sheana, just under all this pressure. And she doesn’t get there until November. But I go. And that was it.

There are silly things. You get on an airplane, you get off and— I’d never been in Asia, of course. You get off in Japan. We’re staying at the Imperial Hotel, the old one that Frank Lloyd Wright designed. A beautiful thing. By the

way, the Peace Corps was so crazy at that point. We had, I think, first class tickets on Japan Airline, which was the cushiest deal in the world. They later knocked off all that stuff. So we went there, were waited on hand and foot on the fanciest airline you can imagine, stayed at the nicest hotel. Then we go to Hong Kong, and I buy a camera because I want to record all of this and spend a couple of nights in Hong Kong on the way. And then the flight goes to Bangkok, and finally to Kuala Lumpur. And I had imagined that I was sort of this great diplomat arriving, so I had— It was, of course, summer when I left. So I'd bought a new—with my Princeton training, [Lage laughs] I'd bought this stupid seersucker suit from Brooks Brothers. I remember very well. The cord suits that you could wear in the tropics. And I had it in a bag when we left Hong Kong so I could dress in my suit, so that when we arrived at the Kuala Lumpur airport, I would be properly dressed to be received by the US ambassador, because obviously, we were coming to save Malaysia.

Lage: And this was really how you were feeling.

06-00:36:02

Butler: Yeah. That's how stupid I was about the whole thing. And I think we arrived on a Sunday, but it wasn't a working day. Well, oddly enough, the ambassador wasn't there.

Lage: [chuckles] But you were in your suit.

06-00:36:19

Butler: I was in my suit. There was no band there. [Lage laughs] There was no cheering section. There was a very large, sloppily dressed woman from the embassy who said, "Oh, are you guys?," [laughs] kind of thing. And then she looked at me and she says, "Well, *that's* a nice suit." The air was gone out of my balloon very fast.

Lage: How did your director and assistant dress? Did they also—

06-00:36:49

Butler: Well, I think they'd probably seen me and put a coat and tie on, but they sure didn't have anything as silly as a seersucker suit. I forget. But anyway, we're hustled off. We don't go to the embassy, we don't go to see anybody. We're taken to the Merlin Hotel, which is the, quote, "European hotel." And it looks like— You could've been in Hawaii; you could've been anywhere. I'm thinking I'm in here with the natives. And first off, it's a Chinese hotel. I knew Malaysia was a huge hunk of Chinese, but the hotel was owned by the Chinese. And we go down to dinner—I can remember it—they're playing songs from *South Pacific*. And there's some kind of a cheesy floor show. And I'm thinking, I've come all the way [chuckles] in the Peace Corps to save the natives, and what I'm getting is this?

Lage: Trader Vic's.

06-00:37:51

Butler:

Yeah, exactly. [Lage laughs] Trader Vic's. So fortunately, the day was saved because Norm Parmer, who's— both of them are very nice people. And we'd become good friends. We'd been on this trip together, and they were sort of taking care of me and educating me about what to do and not to do. So Norm says, "Well, we'll go down to Batu Road and get some satay." Well, I don't know what satay is, and I sure as hell don't know where Batu Road is. But we go down there, and suddenly I realize I'm in Malaysia because it's the Malay stalls. Kuala Lumpur is basically a Chinese city, but it's got these Malay sections. And at the Malay stalls, you get a big bottle of Tiger Beer, made in Singapore. And a guy's on the sidewalk squatting down, cooking satay on a little barbecue kind of thing. And you sit there and eat satay and drink beer, which I did with Sheana forever after that. And I thought, well, I actually am in Malaysia.

Lage:

Yeah. And you'd changed your clothes by now.

06-00:39:01

Butler:

I had sure as hell changed my clothes [they laugh] by then. So that was the beginning. And then we started seeing government people, met the ambassador, did all of that. And a wonderful woman named Carol Carles had been sent out from the Peace Corps to be our secretary, and she arrived. After about two weeks of introducing me and Jay to all of his friends, Norm Parmer left to go back to the United States, to go to Northern Illinois, his university; and they would train the first group of Peace Corps volunteers at Northern Illinois, and he would be there for the training. So I would stay on with Jay and the secretary, and we would get set up and get ready for them to come in January.

Lage:

And did you have positions for all these volunteers that were coming yet? Or was that part of your—

06-00:40:00

Butler:

No, that was what we were supposed to be doing.

Lage:

I see.

06-00:40:03

Butler:

And I did a mediocre or bad job of that. Later, I learned the hard way that that was what I should've been doing more. But meantime, by the way, we were able to move out of this hotel, into the old British hotel, the Majestic, which had open windows, no screens. Monkeys came into your room and all of that stuff. And flying ants, if you left the lights on at night. Termites. So by that time, I was in at least a hotel that looked like colonial Malaysia, if not Malay Malaysia. So I was there for those three months with Jay and Carol Carles. We then got a car and we started driving around the country to see where Peace Corps volunteers could go. And I tried to learn Malay, and was terrible at it. A very easy language. And Jay tried to teach me, not to speak Malay—

although he spoke perfect Indonesian, then converted it to the more simple Malay—but how to use my voice. Because when someone would serve me something in the rest home where we were staying or something, I'd say thank you, only I wouldn't say *tremakasih banyak* I would say, *tremakasih*, like [sarcastically] thanks a lot. [they laugh]

Lage: A lot is intonation.

06-00:41:43

Butler: There was a lot I had to learn. And a lot of the civil servants were Malayanized British. And that was actually a very good thing because the—

Lage: You mean they were from Britain?

06-00:41:57

Butler: They were from Britain, but they'd become Malaysian citizens. The country had been independent for four years. And the Malaysian government, which was then a multi-racial government— The prime minister was Malay and a lot of the key ministers were Malay, but they had Chinese ministers. It was run by the UMNO party, which was the pan-racial party, had all of the three races, Indians, in it. So the secretary of public works was an Indian; the secretary of health was a Malay; of course, the prime minister and deputy minister were Malays; they had a British and they had an American, absolutely first-rate economic advisor to the country, who was there as an individual, not as a— It had never had any US foreign aid. That was one of the things that appealed to me, that I wasn't going to a place that had ever had US foreign aid. And that was a huge advantage, because when the Peace Corps was finally there, we doubled, I think, the number of Americans in the country. And so there was no bias against Americans as the big thing. And there wasn't really that much—

Lage: So you were aware of all this before you— You'd thought about it.

06-00:43:10

Butler: Well, I think it didn't dawn on me. I may have theoretically understood it, but it took at least the first six months to a year. I realized, one, how lucky I was to be working in this country; second, how good it was, how perfectly positioned the Peace Corps was, because this was a country that was the world's largest producer in rubber and tin. It had all the money in the world to build roads and do stuff, it just didn't have the people. And we were providing highly skilled people—unlike the kind of English major graduates that were going to South America to try to do something in the Peace Corps. We were having nurses and engineers and all. We were milking the Peace Corps of its young talent.

Lage: So you focused on choosing that kind of volunteer.

06-00:44:02

Butler: Well, we got criticized for being a technical assistance mission and not a Peace Corps—which was true in part and untrue, because the reason the Peace Corps was so successful was that we had these highly skilled people that they needed. And they had all the money to provide housing for them, vehicles, everything. Heavy equipment. We had heavy equipment operators.

Lage: Provided by the Malaysian government.

06-00:44:29

Butler: Yeah. The Malaysians provided everything. All we did was provide the monthly stipend for the Peace Corps volunteers. And we provided little Honda motorbikes for nurses and a few other people, and scooters, so they could ride around. And we provided bicycles for the rest of the Peace Corps volunteers. But a lot of them were working with people on cars.

Lage: I see. So it wasn't a country that was—

06-00:44:56

Butler: That was another big issue, by the way. Big issue. Why are we riding bicycles?

Lage: The volunteers brought this up?

06-00:45:07

Butler: Yeah. And it turned out later that they all agreed that it was right, because when the Malaysians saw people from the United States, they always— Because all they could see were US movies and US television. And by this time, they were getting a television station in Malaysia. And they know what people in the US do, ride around in cars all day. And here were the Peace Corps volunteers, in the hot tropical climate, peddling bicycles. And it had a real effect. But we did buy some motorbikes for the nurses because they had to get through the kampongs and do stuff.

Lage: Well, I would think Americans would get branded a bit with however they thought about the British.

06-00:46:00

Butler: Well, the Brits were gone, except the good ones. There were still British there running companies, but the British civil servants that remained were really good.

Lage: And they wanted to stay.

06-00:46:13

Butler: They'd become Malaysian citizens. And it was interesting in the first trip around— I went out of my way to befriend the Brits that were still there and ask them advice, even though I didn't really care what they told me; I just wanted to be sure I was asking them. Because after all, it'd been their country

for almost a hundred years. At least that's the way they viewed it. And Jay Marionoff got mad at me. He says, "Why are you asking all these Brits for their advice?" That's when I realized that I had some political skills that he didn't have. I said, "Because we're going to be working with these guys and we don't want them feeling that a bunch of Americans have come to replace a bunch of Brits that have been in this country for generations." And it really worked because the Brits that were left were not only good but they were *enormously* supportive of the Peace Corps. *Enormously*. Anything that I wanted from those guys later on, in the public works. And then when they'd retire and go home to Britain, they'd invite us. If you're coming through, stop for tiffin. That's lunch. So that's what we did.

Lage: Well, who was it that shaped the mission there to be more technically oriented?

06-00:47:45

Butler: The Malaysians basically had said, we're a country with a lot of money; we've got neighborhood health centers built by the World Health Organization; we've got good schools, on the British model; what we're short of is people.

Lage: Okay, so they asked for this.

06-00:48:05

Butler: And so they asked for it. And then as we went on working with them, they would ask for other kinds of things. But at the start, it was science teachers, math teachers— They didn't need English teachers, [laughs] they spoke English. A lot of the Peace Corps volunteers in Africa were English teachers, and South America. So it was science teachers, math teachers. But over half of the first contingent were nurses and lab technicians. They were doing research on tropical diseases there. Huge problem. Leptospirosis and scrub typhus. And there was a US military unit there helping them with that. And then they wanted technical teachers, too. So we had a wonderful guy teaching machining. A fifty-year-old, Pete Sigournet, he was a great machinist and he taught machining to them. And so that was the great success of the Peace Corps, because— And the ambassador felt the same way.

By the way, the ambassador's name was Charles Baldwin. And he was a *huge* supporter of the Peace Corps. And they'd only had an embassy there for four years. And the prime minister, Tunku Abdul Rahman, that came out later. I didn't meet with him when we were first there, it was always with the deputy prime minister, who was kind of the— I was going to say thug, but that's unfair. Very smart guy. But he was *the* tough guy. The prime minister was the charmer, who basically was the George Washington of the country. Tun Razak, the deputy prime minister, was the one that beat you over the head. And they wanted Malays to succeed because the Chinese were so much more successful economically in Malaysia than the Malays. The Chinese controlled

the tin industry, and they had a lot of the rubber plantations, although the rubber was really a British thing.

But the Malays were kind of the— you'd call it underclass, that lived in the small villages, lived on the East Coast, the kampongs. And Razak and others wanted to bring up the Malays. And the Brits—and it's turned out now to be a terrible problem—but had essentially turned the country over to the Malays and said the constitution will give them four out of every five positions in the university or something like that, because that's the only way they could make the deal. And there were nine sultans, one for each state, and then an elected parliament. The sultans were kind of the substitute for the queen in a constitutional monarchy; they had no power. And then every five years, some new sultan would be elected or appointed *yang de pertuan agong*, which was chief sultan, but had no power. They went around and—

Lage: So they were ceremonial.

06-00:51:22

Butler: They were totally ceremonial. And the country was run by UMNO, the party. And then there was an opposition party. They actually had a functioning democracy. And one of the leaders of the opposition, which they referred to as the loyal opposition—and it was very loyal—was a Chinese guy, a doctor, who was our personal doctor and a good friend. So they had a functioning democracy, but it was way tilted toward the Malays.

You fast forward to now and it's basically an Islamic state that fortunately is not a religious state in the sense that everybody has to wear a headscarf or something like that. But some of the 9/11 terrorists were trained in Malaysia. And even then, it had a right-wing Malay party. Now the government is right wing, and the moderate Malays—they threw the deputy prime minister in jail on a trumped up sodomy charge. It's really a right-wing government. But the Chinese hang around because they make a lot of money. And international corporations that were never there are there now. It's another version of Singapore or Mumbai. It's this enormously prosperous country, but its politics, from my standpoint, has deteriorated enormously in the last forty-five years.

Lage: Did most of the Malay people tend to be Muslim at that time?

06-00:53:01

Butler: They were all Muslim. And the Chinese are Buddhist or some other traditional form of Chinese religion. And the Indians, a lot of Sikhs were there. And then a lot of Tamils that have their own— Tamil were sort of the underclass, brought there to tap rubber and build the highways. And they'd gone through a ten-year so-called Communist emergency when—

Lage: Prior to—

06-00:53:26

Butler:

It ended four years before we got there, but there were still guerrillas in the mountains in the north, in Kota Bharu, about a thousand of them left, but they would kind of disappear into the jungle. But what had happened was that the Chinese Communists in Malaya, which was the name of the country when I got there, the Chinese Communists had been the only force, guerrilla force, fighting the Japanese occupation. And they'd gone to the mountains. And there're great books written about that. They sabotaged railroads and all of that. But basically, the Japanese had occupied the country. And if you were caught doing that, they shipped you off to the Death Railway, with the bridge on the River Kwai in Thailand. And so the Japanese occupation had been brutal. Just a lot of scars left from that.

Lage:

But did the Chinese Communist guerrilla operation continue?

06-00:54:41

Butler:

Well, what happened after the war was that the Japanese give up, the British come back. And they promise the Chinese Communists a role in the government, which of course, they have no intention whatever of fulfilling; they just want to get them disarmed because they don't want to fight a war with them. And within a couple of years after the end of the war, the Chinese guerrilla forces realize that they've been had, so they go back to fighting the Brits. And when the British army left Palestine in 1948, they shipped that part of the British army to Malaysia, and they had a ten-year so-called emergency, in which there was a running war going on between the guerrillas and the British armed forces.

During that process, the British governor general was ambushed and killed. To try to isolate the guerrillas, the British had created a whole system of so-called new towns, in which they literally— If a town was supporting the guerrillas— And the guerrillas had to eat somehow. And the Chinese in the towns would be caught between the guerrillas and the opposing forces. But if a town was seen supporting the guerrillas, they'd raze the town, burn it down, the British did, build a new town with barbed wire around it, and throw all the Chinese inside the barbed wire. And so this horrible emergency'd been going on for ten years. And the US was peripherally involved, but it all had to do with the hysteria about Communist China taking over Southeast Asia that led to Vietnam. And of course, here's Singapore, a British colony but essentially a Chinese colony. There're Malays and Indians in Singapore, but it's majority Chinese. And so the whole idea is, well, Malaysia's this enormously economically important place—and Singapore—and it'll all fall to the Communists. Because by that time, Communists were Communists. They weren't Chinese Communists, Russian Communists, so on; they were all alike.

Lage:

And then were Chinese in Malaya. I would think a lot of the Chinese in Malaysia would not be connected with the Communists.

06-00:57:14

Butler: Well, it was a distinction. The Chinese-educated Chinese, because they spoke Mandarin or Cantonese or Hakien or whatever it was, all identified with the home country. They regarded themselves as overseas Chinese. And even though they might've been there for generations, they have relatives back in China and maybe they'd go back. Anyway, their connection was really to China. And our doctor, who spoke perfectly good English, when he came to visit me afterwards in San Francisco, we had dinner and he said, "Well, what do you think? We've got the atom bomb now." Well, "we" is China. That was his identification.

Lage: Interesting. Because I would think a lot of them would reject the Communist takeover in China.

06-00:58:03

Butler: Well, he was not a Communist, but he was—

Lage: A nationalist.

06-00:58:09

Butler: The Chinese, with 4,000 years of civilization, their name for white guys like me was barbarian.

Lage: [chuckles] Yeah, right.

06-00:58:17

Butler: But the English-educated Chinese were much less so, and were much more identified with being Malaysians. In Singapore, Harry Lee Kuan Yew, the great founder of Singapore and double first honors at Cambridge University, he was the classic example of that. And his party still runs Singapore with an iron hand, a police state.

Lage: Let me stop you right here because we're about to run out of—

[End Audiofile 6]

Begin Audiofile 7 12-04-2008.mp3

Lage: Okay, we're back on, tape seven, continuing interview three with Lewis Butler. Now, we were getting some background on the political situation.

07-00:00:17

Butler: Well, it turns out that this so-called emergency was very helpful to the Peace Corps because it had meant that they built very excellent roads all over the country because they had to move the military around. And the guerrillas were hanging out in the jungles, often supported by the aborigines who lived in the jungle. And the aborigines weren't Communist or anything else, they were just had a tradition, if somebody came in and needed to eat, you fed them. But finally after ten years, when the military situation was somewhat under

control, even though a lot of Brits died, including as I said, the governor general, they realized that the way to stop the Communist insurgency was to give the country independence.

Lage: That's what the British finally decided?

07-00:01:20

Butler:

Yeah. And this is 1957. It's ten years after India and Pakistan got their independence. And the Brits were unloading colonies. They still hadn't given up Nigeria and places like that, in Africa. But anyway, their interest in Malaysia was always economic. Because as I said, it was the world's largest producer of rubber and tin. It was right there where Singapore is, where all of the shipping has to go through the Straits of Malacca, and still does, to get around to China. So they gave the country independence. And they were very fortunate they could grant independence with the prime minister, Tunku Abdul Rahman, who was just wonderful. He included the Chinese in his cabinet, he included the Indians. He gave amnesty to anybody that was a guerrilla that came out of the jungle; closed down all of these new towns with the barbed wire. And so that had happened four years before. So by the time we got there, there were remnants of the guerrillas way up in the north. By the way, probably treated for all their medical problems by Peace Corps nurses. But how do you tell who's a guerrilla and who isn't? If you came in with a gunshot wound, they'd still treat them.

So anyway, we got there at just this perfect time, where the infrastructure was there. The neighborhood health centers were built, but were not occupied because they didn't have the nurses or the doctors. The schools had been built and were being built. They needed more roads because they wanted to develop oil palm to add to the rubber and tin. And by the way, I think it's now maybe the world's largest producer of oil palm, too. So all this infrastructure was there for us to work in. So basically, that Communist emergency had no effect on us.

Looking back on it, the startling thing was that we also escaped any of the problems of Vietnam. The US had military advisers in Vietnam. And I was completely ignorant about this, but suddenly I realized that US servicemen were showing up on R&R, rest and recreation, in Kuala Lumpur. And they were coming down from Vietnam. And I knew there was fighting in Vietnam, but I didn't know how deeply involved the US was. And we *weren't* that deeply involved at the time. We didn't have the 500,000 troops in there. But I discovered writing— I'd written a letter to a friend and said, "If we get involved in Vietnam, it's going to be like the Communist emergency here in Malaysia. There'd be no getting out of that place, because you can't fight a jungle war." I didn't know how prophetic that was.

And in 1963, when I had to fly home for the Peace Corps, I went through— I would go once a year, back to Washington. And on that trip, I went through

Saigon. And I went looking for a high school classmate who, by that time, I'd read in *Time* magazine, had started Huey Helicopters—not just transport helicopters, but helicopters with machine guns on them and armor plate and all of that. And he'd become at least a major item in the press, and I went looking for him. I found his unit, but I never found him. I got back on the airplane, but I thought things were very strange at the Saigon Airport. It turned out while I was there, they assassinated, with the help of the CIA, the president of Vietnam and put in somebody in his place. I think that was Diem that was assassinated. So I got back, I landed in Honolulu, and here was the headline, "Assassination." And I didn't know at the time, of course, the CIA was involved in it.

But anyway, we escaped the emergency and had all the benefits of the roads and the other stuff. And so the Malaysians started asking for more and more technical people. So pretty soon, it was foresters to go through the jungle and check out the soils so they'd know where they could plant oil palm and rubber; we had road surveyors—we had some of those in the first group; civil engineers to help build roads and bridges; heavy equipment operators—some of my favorite people, because the Malaysians had bought all of this wonderful International Harvester and Caterpillar heavy equipment and they didn't really know how to operate it. And there are things called scrapers, which are self-propelled and will carry twenty-two cubic yards of dirt. That's how you build a major highway. You make a cut in a hill and you fill the dirt in in the low spot, and you go back and forth, and the scraper carries the dirt.

Well, it turned out they wanted people to drive these things because the Malays didn't grow up with cars—or Malaysians, but they were mostly Malays; some Indians and Chinese. And when they did drive them, they drove them in low gear because these big, huge things would be going five miles an hour from the cut to the fill. So we brought in about five—I forget—four or five or six heavy equipment operators. And looking back on it, it was almost funny because these guys had driven machinery like this, and they knew that they had a high gear. And they had five gears forward, I think, or something on these scrapers. But if you were driving thirty miles an hour from the cut to the fill instead of five miles an hour, you made six times as many trips and you built the road six times faster. Well, of course, these guys were all hot dogs anyway, so they loved showing off, going brrrrrr. And the British that were running the department of public works thought it was wonderful, because all they could see was this heavy equipment just speeding up, going around and around and around. And so that further enhanced our reputation.

Lage: Well, were they also there to teach the Malay how to drive the—

07-00:08:45

Butler: Well, they taught them by example. Yeah. But they were driving the equipment. The only way to show a guy how to drive equipment is to drive it. It's like driving school in the US; you've got to get in the car.

Lage: I never thought of Peace Corps volunteers as being heavy equipment operators.

07-00:09:02

Butler: Well, the Peace Corps didn't, either. [they laugh] Well, the classic example was a guy— First off, most Peace Corps volunteers were college graduates. But we had a whole bunch of these technical guys that weren't. But my favorite was a guy named Larry Bensink. And Larry was nineteen years old. He had a belt buckle that said Caterpillar on. A buckle about that big, like— And I'm sure he had a hat that said Caterpillar, but he didn't wear it. And he'd been driving—

Lage: And where was he from?

07-00:09:36

Butler: He was from Iowa or Indiana or somewhere. Born on a farm, he'd been driving tractors all his life. And then when he grew up, he was a heavy equipment operator. I don't know whether the equipment was on roads— probably was— or on his own farm, because there's a lot of land leveling and stuff going on. But anyway, Larry Bensink was just terrific. And besides that, he was a very modest, very sweet and *very* nice guy. And the Peace Corps didn't have a lot of nineteen-year-olds. So he got there—

Lage: And not from Iowa farms, probably.

07-00:10:11

Butler: Well, we had a lot of people from the Midwest and a lot of people from small towns. That was kind of—

Lage: What do you think drew them?

07-00:10:20

Butler: —the guts of the Peace Corps. Peace Corps wasn't an ivy league operation, even though Cal Berkeley, I think, was the largest supplier, and per capita, Stanford was. But there were just a lot of— and especially nurses. Almost none of our nurses had bachelor's degrees in nursing; they had RNs from a nursing school. So anyway, here's Larry Bensink. And he became famous because they were building a road in the jungle in the state of Pahang, way out there near the East Coast. And I'd go by to see it. And it was in very, very tough terrain. And now, it would seem like a crime to be tearing down rainforest, but— These immense trees, with root systems that go out thirty, fifty feet. To knock the tree over with a bulldozer, which I would watch them do, took a lot of doing. Because you didn't chop down the trees, you had to knock them over. And you'd build up the dirt on the side of the tree and cut off the roots on the side, and then drive the bulldozer up and push on the tree and it would fall.

Well, somebody had been killed, a Malaysian operator had been killed building this road in the jungle. And the Malays, who are very, very oriented towards spirits in the woods—and these are all rural Malays out there—they shut down the job. They wouldn't work. They said there was a bad spirit down there and if they went down, they'd get killed too. It was a very steep hill, and this guy had flopped the bulldozer going down the hill and rolled it. And even with the roll bar, he'd been thrown out and smashed and killed. So the question was what to do. I didn't know about it at the time, but some leftover Brit who was in the public works figured out, well, the thing to do is to send [laughs] Larry down the hill. So they did. And he just loved it, of course, and he just cranked that thing up and went roaring down the hill, got to the bottom and [makes a noise] went up like that. And the strike was over, the spirits had been disappeared. Larry Bensink had sent all the spirits to some other part of the jungle, and the roadwork went on. So by the time you had a few things like that happen, the reputation of the Peace Corps [chuckles] was soaring. And of course, we had nurses in all these neighborhood health centers and we had a nurse helping the aborigines.

Lage: Now, the aborigines were not Malay?

07-00:13:07

Butler:

The aborigines, no, are literally the original people. Typically very short, under five feet tall. If they were in Africa, some might've been called Pygmies; but they weren't that small. But the Malay government—Malayan government then—wanted to take care of the aborigines because they didn't want them taking care of terrorists again, the way they had done during the emergency. So they had given an okay to a phenomenal British doctor who had come there and who wanted to provide medical service to the aborigines. And he later was an extraordinarily close friend of Sheana's and mine and visited us in San Francisco. His name was Malcolm Bolton. As close to a saint as you could find. This was Albert Schweitzer doing the right thing in Malaya. He created a aborigine hospital called Sungai Buloh, right outside of Kuala Lumpur. And he'd gotten a helicopter from the military so he could fly really sick people into the hospital and take care of them. A lot of tuberculosis, a lot of dysentery problems, all kinds of stuff. And this was a very simple hospital. He had really no nurses there, he just trained aborigines to take care of their families and so on. And then he used the helicopter to fly from village to village, because there'd be a clearing in the jungle and you could land. And I flew with him on a couple of those things.

Well, somebody either in the embassy or the Malayan government said, "You ought to go meet Malcolm Bolton." This is when I was there before the other Peace Corps volunteers arrived. And I went out there, and it was one of these life changing experiences. I couldn't *believe* this guy. And it was pouring rain. It was like a really bad African movie, only it was Malayan. Pouring rain. And I get out of the car, I've got an umbrella. It only rains about an hour or two in the afternoon; when it rains, it rains two inches an hour. And it'd be just a

gusher! So I'm gone here, in this pouring rain. And I see, coming [laughs] down the path, this very sort of lithe, not very tall looking Brit. And it's Malcolm Bolton. And he says—[chuckles] I later recorded it in the diary; I don't believe it was quite this bad, but—he says something like, “Mr. Butler, I presume.” [they laugh] Like, “Dr. Livingston, I presume.” Anyway, so I spent the afternoon with him. And we provided him then with an x-ray technician from the Peace Corps, we provided him with a wonderful nurse. Unfortunately, the x-ray technician dropped the x-ray machine off a canoe and ruined it in the water, but we survived that. And then later, my wife went out there and worked with Malcolm as a volunteer. So we were doing stuff like that.

Lage: Now, you say it was life changing.

07-00:16:53

Butler: Well, it was life changing. First off, it was like nothing I'd ever done before in my life. And then I'm meeting people like Malcolm Bolton; I'm out in the middle of the jungle; I'm getting to do all these things that I'd dreamed of doing. Like I love driving four-wheel-drive vehicles in the mountains, and now I've got heavy equipment operators. I've even got a four-wheel-drive vehicle as my own car. Terrible one, by the way, a International Scout. And so I finally said to somebody, maybe Sheana after she was there, I said, “I used to wait to do this on my vacation, two weeks a year. Now I'm getting *paid* to do it.” [Lage laughs] I'm going all over the country, driving up the beaches, going into kampongs, going here, going to schools. It was just wonderful. And I was screwing up plenty of things.

Lage: Tell me some of the screwing ups.

07-00:17:56

Butler: Didn't arrange the placements firmly enough, because I didn't want to push on the Malayan government. And so when the Peace Corps volunteers arrived in January, I didn't have the right spots for all of them. Later, when the fifth group arrived, which was seventy people, I not only had spots for all but one of them, but I could recite their names and the name of the place they were going, without notes. [they laugh].

Lage: You practiced that.

07-00:18:26

Butler: Well, the reason I mention that, besides it's self-glorifying, is that when they had the reunion of the Peace Corps volunteers in that group, the thirty-fifth reunion in Washington, I was there. A couple of them came up to me and said, [laughs] “When you pulled that stunt, we all knew where we were going to go, and we knew that you knew our names and you knew the names of the people, we realized.” And then the poor one woman I hadn't been able to find a place for, she was, of course, devastated because she had no— she was the *only* one

that didn't have a spot. But anyway, I had learned the hard way, but I'd screwed up that [at first], I'd screwed up learning the Malay language—

Lage: Did you ever get that comfortable with the language?

07-00:19:10

Butler: I never got really— It's a very simple language. I got good enough that I could get by in the kampong and at dinner and that kind of stuff, but I couldn't carry on any kind of detailed conversation, which was tragic. It was my own fault. I didn't use the opportunity of that four months to really learn Malay. And it turned out I'm not very good at language. I never learned another language. And then I had screwed up— I sort of decided that every Peace Corps volunteer, when they got there, that we should put together a packet of stuff for them so they'd have knives and spoons and dishes, and that's what we were providing—which is crazy.

Lage: Now, why was that crazy?

07-00:20:01

Butler: Well, because it was just a lot of work that they could've done for themselves. So instead, we gave them just a settling-in allowance. We gave them whatever it was, fifty bucks, and said, "Buy what you want. And if you've got any complaints, you've got nobody to blame but yourself." Because people would call me up and say, "I don't have enough cups." [they laugh] But during that first year, of course, Norm Parmer had come back with the Peace Corps volunteers, and we had trained them at the University of Malaya. By that time, I'd found housing for all of us, found a little 1200 square foot house in a subdivision. Shows you what you can do in a place like Kuala Lumpur. This, by the way, was Klang Road, which was the opposite side of town, which is why I picked it, away from the embassy. The ambassador was wonderful. He knew that I had to be as far away from the embassy as possible. My office was in the embassy, our offices, to start with. Later I got moved to a little kind of lean-to up in the government quarters, that had been part of a military thing, and got away from the embassy. But the ambassador knew that for the Peace Corps to be successful—as Shriver had said, and Dean Rusk, too—for the Peace Corps to contribute to US foreign policy, it can not be part of US foreign policy. And of course, there was a lot of concern that the Peace Corps would have CIA people in it.

Lage: Concern by the governments? The home—

07-00:21:45

Butler: Concern by the Peace Corps—

Lage: The Peace Corps itself.

07-00:21:47

Butler: —concern by the host governments, and concern by the State Department. But the fact is that the CIA tried to put people in the field. It was too good an opportunity. And I was saved by a long time government bureaucrat, Lee St. Lawrence. When he came out, he looked at these things and he said, “There’s a Chinese American guy out in Borneo.” By that time, I had inherited the Borneo territories and part of Malaysia in the Peace Corps. And he says, “I’m going out there because that guy’s résumé doesn’t make sense. There’s a gap of about two years.” And well, he’d been trained to speak Mandarin by the CIA. And Lee went out there, confronted the guy and said, “You can either tell me now what you were doing for those two years and that you’re not in the CIA, or you get your tail end out of here in twenty-four hours.” And the guy left in twenty-four hours.

Lage: Wow. This is so interesting, when you think of two arms of the government, [laughs] having to protect yourself against—

07-00:22:52

Butler: Have you noticed what we’ve done with torture and [chuckles] and so-called transporting people to foreign countries these days?

Lage: Yeah. Well, did you think there were any others?

07-00:23:07

Butler: Well, I never found any others. But I don’t think there were any others. At least not where I was in Malaya. Because when it became Malaysia, and I inherited Singapore and the Borneo territories as part of Malaysia—Everybody’s forgotten Singapore was a state in Malaysia for about two years. And we were there for the creation of Malaysia, which was these British colonies—North Borneo and Sarawak became part of Malaysia; Brunei was its own independent state; and Singapore, the three British colonies that got their independence in 1963.

Lage: And they united, so Malaya—

07-00:23:57

Butler: And there was a big celebration in Kuala Lumpur. And they renamed the country Malaysia, and it had three new states to go with the original nine states.

Lage: So that expanded your territory, as well.

07-00:24:14

Butler: Yes, but there was a Peace Corps, not in Singapore but in North Borneo and Sarawak. And I went out there and told the Peace Corps guys, I said, “Look, I’ll be out of here by next year. You’ll be gone.” I said, “I don’t want to interfere with what you’re doing. You’re doing fine. You don’t need to get orders from someone that’s a few thousand miles away in Kuala Lumpur. Just keep doing what you’ve been doing. Send me a report every once in a while.

And then later on, when you're gone and I'm gone, somebody can unify these programs. And of course, they were enormously relieved. And it was the right decision. So anyway, where were we on Malaysia?

Lage: Well, I'm not exactly sure [laughs] where we were.

07-00:25:13

Butler: But by this time, by the time the third group had arrived, the Peace Corps was a great success. Because we were really filling a need. And a friend of mine, this same friend, Allan Littman, wrote me and he said— Or actually, maybe he'd said this when I left. He knew about the British Empire; he was born a Brit. And he said, "It's like you're going to Switzerland to set up a Peace Corps. This is the most successful part of the British Empire there is. [laughs]"

Lage: Interesting.

07-00:25:53

Butler: And it was true. It was just a very easy place to work.

Lage: Did you ever feel like you were part of the empire, coming in as a white person to the—

07-00:26:04

Butler: No, because there were so few of us in comparison to the— And this was before international corporations had poured into Kuala Lumpur and they had a fancy airport and all that. Kuala Lumpur was a small town. It ended up with the tallest building in the world, the Petronas Towers, years later. When I was there, the tallest building was eight stories, not 130. And so all of that was in the future. That's why I never went back. I couldn't bear to see what they'd done to the country because I had this sort of romantic vision of this lovely place where I had worked when it was just getting started.

But anyway, the Peace Corps was a success. The ambassador thought it was wonderful. And by and large, the Peace Corps volunteers, with just maybe— I don't think more than 1 or 2 percent— maybe it got as high as 3 percent or 4 percent—ever quit and went home. And some of them were so good that you just couldn't believe it. I was looking at the book that I have all their pictures in; I'm still in touch with a lot of them. But I would guess somewhere between 10 to 15 percent of the volunteers were so much better than I thought was possible that it was just hard to comprehend how we could've been so lucky.

Lage: Now, when you say better, how are you judging?

07-00:27:43

Butler: In every respect. Better at their jobs, better ambassadors for the United States, better people, training Malaysians. Just so good that you kind of say, where did they come from? I can give you a few examples. One of the ones that wasn't a college graduate in the first group was Ernie Phillips. He was a road

surveyor from Connecticut. And they sent him out, to the state of Pahang with all the jungle, to do the toughest road surveying you could imagine. It's *really hard* getting through that jungle. Full of leeches and stuff. And I know something about it because Ernie was such a lovely guy that he'd invite Sheana and me and our children to come out and stay with him on days off—and he didn't take many days off. He would take us into the jungle, to his favorite pool to go swimming. I have all these photographs of it. And we'd sit having a beer in his little quarters where he lived with the other, kind of the heavy equipment operators, not the US guys. He was there by himself. He was the only American for miles around. And the other Peace Corps volunteers would come see him, but he was the only one living there. And he was working for Indian Malaysians that were engineers and doing all this stuff. And everybody knew Ernie was just a great— And of course, he was so popular among the other Peace Corps volunteers, especially the nurses. They all wanted to go see Ernie. [Lage laughs] Just a lovely man, in his twenties. And when I'd say, Ernie, God, this is so tough out here in the jungle, he said, "You've never been in the swamps in Connecticut." He said, "This is easier than working in the summers in Connecticut."

Lage: Really?

07-00:29:40

Butler:

Well, his dad died while he was over there, just as he was coming to the end of his tour. And they were there for basically, two years, or a year and nine months. They were in the Peace Corps for two years; the training was typically three months. So Ernie had to leave a couple of months early. And at that point, a new staff person— I was there by myself, and a new staff person had arrived to help me, named Bob Roush. And I said, "Well, if you want to kind of see what this country's about, we'll go over to Pahang, where they're giving a going away party for Ernie."

Well, we got to the party and I couldn't believe it, and Roush *really* couldn't believe it. Because everybody that had ever worked with Ernie showed up. The guys that handled the slop buckets showed up, and the Indian engineers, and the British engineers, and the heavy equipment operators, and all the road crews. I don't know how many people were there. And it was kind of a drunken brawl, right? [Lage laughs] They were all so sad to see Ernie leave, and so happy to have a party and all of this that everybody was drinking. And the more they drank, the more sort of maudlin the whole thing got.

And finally— And it was priceless. I remember this very sophisticated, but by that time, pretty drunk Indian Malaysian engineer got up. And he was really teary about Ernie's leaving. And he said—which was the best thing I ever heard about the Peace Corps— Mind you, this guy comes from a country that is supposedly a democracy, India. But he was, by that time, a Malaysian and was a citizen of Malaysia. And he said, "I never knew what democracy meant till I met Ernie Phillips." He said, "It wasn't a government system," he says,

“It was a personal system.” He said, “As far as Ernie was concerned, we were all equal.” He said, “The lowest guy in the kampong was as good as the highest guy in the government. We were all the same. He treated us all the same. He was fabulous.” And then he starts crying and going on. And Roush is looking at me and I’m thinking, I knew Ernie was good, [laughs] but I didn’t know he was *this* good. Well, Ernie left and we corresponded for years. I’d send him Christmas cards. And he got married and had kids. And actually, I’m still trying to find him to see if he’s still alive.

Lage: Do you know what he went on to do?

07-00:32:40

Butler: He went on to get a degree in civil engineering. Went back, went to college, and got a government job, I think, with the State of Connecticut, doing what civil engineers do in the state government.

Lage: Do you know why he went in the Peace Corps?

07-00:33:02

Butler: He went in the Peace Corps [laughs] because he was Ernie Phillips. [Lage laughs] He just loved his country, wanted the adventure, loved people, loved doing surveying, loved going swimming in jungle rivers. He just loved it all. I don’t know whether he knew what he was getting into, but when he got there he was a complete natural. And the stories like that go on and on and on.

Lage: Now, were there any that just didn’t fit, that you weren’t happy to have representing the country?

07-00:33:37

Butler: I would say that in all that time, there were probably— I never sent anybody home, I don’t think. I let people go home happily, that weren’t working out. But that had to be less than 5 percent. And when I went back through the book and looked at it, I would say that the great bulk of the Peace Corps volunteers did their jobs and were good working with Malaysians. Some better than others. Maybe another 20, 25 percent did their jobs, did everything that was expected of them, but were in no sense outstanding. They showed up for work, they did that, they didn’t make any enemies, they didn’t act like ugly or like bad Americans, they didn’t violate the rules, didn’t cause trouble. Some, one nurse in particular, just got so lonely by herself that—and they’d told me that she could handle that, but she couldn’t, and I had to put her in a place where she was supported by other Peace Corps volunteers.

Lage: Because most of them were just out there with only—

07-00:34:55

Butler: Well, yeah. The tradition of the Peace Corps was that the city jobs were the worst ones. And that was true. There were a bunch of volunteers in Kuala Lumpur. And they were not living the typical Peace Corps life. They were in

some nicer housing, and they had motor scooters and they— In one case, one of them had a boyfriend, later her husband, who was a colonel in the army. And they did fine. Some of them did very well. But the best, the ones that stand out were typically the ones that were somewhere else. With one notable exception, a guy named Al Horley, who was at the technical college. And that's a whole story that is worth telling. But anyway, in general, I would say that somewhere between 10 and 20 percent were so much better than you could've expected. It was just a blessing.

And for example, there was a group of them in a state where the prime minister came from, Alor Setar. By the time I left, there'd been five groups of volunteers come. And I knew them, all five, but I knew the first two or three better because I was only there for four months with the fifth one. Although that's a whole story in itself, because I was with the fifth group when Kennedy was assassinated. I was with them in Illinois. But anyway, up in Alor Setar, there were two Peace Corps volunteers that were so good you just couldn't believe it, and two or three others that were *very* good but weren't in a class by themselves. And one of them was a nurse who spoke very good Malay. Her name was Rita Franzone. She'd never gone to college, she'd gone to nursing school. As she said, she came from a strong Italian family in Chicago. And when I asked her, I said, "Rita, where did all of this [laughs] spunk come from?" She said, "In Italian families, women are important."

So she was a terrific nurse. And when the Malayan government had to pick *a* nurse to open up a rural health center on the island of Langkawi, which is now a resort island, but it was then a place that had no medical care whatever; they had to have someone that could go out there. And was a completely Malay speaking island off the coast of Alor Setar, north of Penang. And they picked Rita as the one person that could handle that job. So she went out there, opened the neighborhood health center. And they sent out a contract doctor from India to be the doctor, after she'd gotten it established. I think she kind of fell in love with the doctor and vice versa, but he had an arranged marriage back in India. She later married a Peace Corps volunteer.

But ABC made a one-hour documentary. When they wanted to pick one Peace Corps volunteer in the *world* to make a documentary about, [chuckles] they picked Rita. And I helped them pick Rita. I said, "Listen, she's out on this most beautiful island you ever saw, and it's going to look good on television." And they didn't realize how good she was either, but they went out there and filmed her in this kind of new film sort of a reality sort of thing. It was very fashionable at the time. And so she was there. And I've still got the film. It's just absolutely wonderful. And when she left, the prime minister sent up a note of thanks.

07-00:38:52

And then the other guy in Alor Setar happened to be an architect, and that's a long story, too. But he started designing Malayan schools so they didn't look like British schools, so they'd look like where the people came from in their

kampongs. And he was so successful, and later, by the way, was a *huge* success in Philadelphia. His name is Hugh Zimmers. I hired him when I was in the federal government to come back and help. When he left, the prime minister sent his driver to Alor Setar; Tunku Abdul Rahman sent his personal driver, with a gold watch—and this is about an eight-hour trip from Kuala Lumpur to Alor Setar—to have the driver appear at Hugh Zimmers’ going away party, to present him— I forget what the watch said, but something like, “With thanks from the people of Malaysia, prime minister Tunku Abdul Rahman.”

Lage: My goodness. [laughs]

07-00:39:54

Butler: So we had people like that. And it was just— And like the ones in Alor Setar, when they knew that I was discouraged because I’d been dealing with some problem or some difficult volunteer, one time they just called me up and said, “You need a vacation. Why don’t you come up here and stay with us?” So I did. And I’ve got photographs of that. And we just goofed around. They didn’t need me; I needed them. And so they took care of me for about three or four days and then sent me back home to Kuala Lumpur to deal with my problems, [Lage laughs] whatever they were.

Lage: Do you want to tell about Al Horley? You said that was a story in itself.

07-00:40:35

Butler: Well, the end of the story is that Al Horley made a fortune in Silicon Valley. I think he lost it when he sold his company and somebody ran it in the ground; he had to buy it back. And he’s now retired in San Juan Bautista, married to a wonderful Japanese American woman. But Al Horley came over there with a masters degree in physics from Harvard, and I think he’d built and designed his own television set. He was twenty-one or twenty-two years old. And a character and a half. And Horley I put in the technical college. This was a place where they sent people that they wouldn’t let into the engineering courses at the University of Malaysia. Typically, they couldn’t get in the university—what was then the University of Malaya—couldn’t get in there because they were Chinese. And only one Chinese got in for every four Malay. Which was symptomatic of the problems in the country and is still a problem, because basically, the Chinese ran the companies and they’d have a Malay partner that didn’t do anything but would get half the money, because the government wouldn’t give you a license unless you had a Malay partner. So the technical college was for very talented Chinese Malaysians, who couldn’t get into the university, not because they weren’t smart; they were *too* smart. They couldn’t get in because they were Chinese.

So we sent Al out to the technical college to teach technical subjects. Electricity, I forget what— It didn’t really matter because Horley was going to do anything, whatever [laughs] he wanted. He was going to teach whatever he

wanted to teach. And I really liked the guy and he liked me. And he had another very good guy out there with him, Bob Weakley, who was older, and they were both teaching. But I don't know. He'd been there for a year or six months or something like that. Horley came to me and he said, "I want to put a satellite tracking station into the technical college." And I said, "What the hell is a satellite tracking station?" And he said, "Well, you know," he said, "We've got all these satellites going around the world now." At that time, they didn't have satellites in synchronous orbits, the kind that we now use for your Direct TV television, that are always in the same place in the sky. These satellites went over because they didn't know how to get them up there, 22,000 miles away, in a perfect orbit. So you had to track them. And people would go out at night in the United States to see this satellite going over and see some light on it from the moon or whatever it was.

So Horley's going to build a satellite tracking station. And I said, "You've got to be kidding." He said, "No." He said, "I know I can do it." He said, "I did work for Hughes Aircraft, and I can get some obsolete material from them that's still perfectly good enough for this purpose." And I said, "Well, give me a description of the project technically. And give me the name of some guy at Hughes Aircraft." Because Hughes was then very big, I think still is, in satellites. "And I'll write to these guys, because I think you're probably full of it." [they laugh] It was very friendly. So he gives it to me, I write to Hughes. [laughs] And I get back a letter in which they say, "Well, you may have trouble believing this, but this guy knows what he's doing. And we've got a bunch of obsolete equipment here, and we'll supply the material for him. And he can do it." And I'm thinking, God!

So then I say, "All right Horley, now what do we do?" He said, "Well," he said, "I need two things. And you've got to get them for me." He said, "I need a used five-inch thirty-eight gun mount, surplus from the US Navy, without the guns." He says, "It's an azimuth pedestal that'll go around this way and it'll go up and down this way." Well, strangely enough, I'd been taught in the navy how to operate a five-inch thirty-eight gun mount, so I knew what it looked like. And I said, "Okay. All you need is a gun mount." It only weighs about twenty tons or something like that. And I said, "What else?" He said, "I need a forty-foot dish antenna to get the signal from the satellite. And then I'll have the antenna mounted on the gun mount, and the gun mount'll go this way and this way, and we'll get the signals from the satellite, and we can send signals."

Well, then I think, God! Red Fay is the undersecretary of the navy. [Lage laughs] So I send a telegram, with a follow-up letter, to Red and say, "Get me a used five-inch thirty-eight gun mount and a forty-foot dish antenna." And Red writes back and wires back and he says, "No problem. We got them all over." He says, "They're on their way. They'll be shipped."

Lage:

Amazing.

07-00:46:29

Butler:

Yeah. So Horley, by this time, thinks I'm doing my part because I'm coming up with this big-time equipment. Well, it's too long a story, but right in the middle of this, as the five-inch thirty-eight gun mount is being moved, the British give independence to Singapore and the Borneo states. The Indonesians are totally ticked off that the British have given Malaysia the Borneo states, which are, after all, on an Indonesian island. They're on the north end of the island, and Indonesia has the rest of the island. They're giving these things to Malaysia, where they should go to Indonesia. So the Indonesians start a phony war with the Malaysians called the Confrontation. And they burn the British Embassy in Jakarta. Actually, at that time, Sheana and I were headed for a vacation in Indonesia. We were to leave the next day, and the Indonesian airline disappeared from the city of Kuala Lumpur, and we never did get to Indonesia.

And so this stupid little war starts, and there're fishing boats getting shot at in the Straits of Malacca, and they're burning the British Embassy, and all this is going on. And somehow or other, the Indonesians find out that a five-inch thirty-eight gun mount is coming from the United States to what is now Malaysia. It's been named Malaysia for about a month, by this time. So they protest. The Indonesian Embassy in Washington protests the shipping of military supplies to their enemy. Well, of course, there are no guns on this gun mount. But that holds up the thing for a *year*, to get that solved. The short version of the story is that I said to Horley, I said, "I'll be out of here before that gun mount gets here. But you've got to agree to stay on in Malaysia because we busted our rear ends to do all of this. And you've got to stay here until you get that stupid satellite tracking station up. And I'll be gone." He said, "Okay."

But at that point, he had a two-month vacation. He went off to Thailand, and then he didn't come back. And then Lee St. Lawrence came through and I said, "I've lost a Peace Corps volunteer. Al Horley. The last time he was seen was with the Peace Corps in Thailand, and he was headed for Laos." Well, there's a *war* going on. So Horley did end up in Laos. He got on a raft coming down the Mekong River. He got captured by the Communists in Laos or Vietnam, I forget which; escaped from under a tent; got back on the river, and showed up about a month later. [Lage laughs] And so when he got back, I confiscated his passport and kept it. I said, "You're not leaving this country again. You're just nothing but trouble."

The day after I left Malaysia, he went to the— I had forgotten to tell the people in the office about this. And he went in and he said, "Lew said I could have my passport back." I was gone from Kuala Lumpur. He got it back, got himself down to West Irian, on another one of these junkets; got himself arrested down there and thrown in prison, as a supposed spy because there was all this conflict in Irian over the Indonesian government and who was running what; got himself out of there, got back. I was long gone.

The mail arrives, maybe a year later, with a picture [laughs] of the following. There's an eighty-foot tall concrete tower in the middle of Kuala Lumpur, on the grounds of the technical college, because he had to have his satellite tracking station on top of a tower. To put up the tower—it was right in the flight path for a small airport that the military had used—he'd gotten the prime minister to close the airport so he could have [chuckles] his tower. He had gotten the civil engineering, whatever you call them, students to design the tower. And it was reinforced concrete. He'd gotten a crane from the government to put his gun mount on the top of the tower. He'd gotten the antenna on the gun mount. At that point, the prime minister or the deputy prime minister had come for the big dedication and broken a bottle of champagne or whatever they did. And then they had constructed the first satellite tracking station—let me see—in Asia. Because there were ones in Europe. And of course, it was headlines in the Singapore newspapers, headlines in the local newspaper. And he sent me all these clippings.

Then he came home to become a king in Silicon Valley. And so later, I gave copies of that to Shriver and said, "This is not why you started the Peace Corps, but the Peace Corps developed the first satellite tracking station in Asia, thanks to Horley." By that time, the Peace Corps was making noises about, we've got windmills pumping water in Africa. Fine. Well, I had a satellite tracking station. [Lage laughs] And then I gave it to Red Fay, too. And I said, "Red, thanks for all your help." By that time, of course, Kennedy was dead and Red was back in San Francisco. So that's Al Horley.

Lage: Oh, wow. That's a great story. Tell me about being with that fifth group in Illinois when Kennedy was assassinated. Is that a story to tell?

07-00:52:47

Butler: Well, I'll tell you the—

Lage: You had become director by this time, which we've kind of skipped over.

07-00:52:52

Butler: Yeah. I ought to give you the preliminaries. Shriver came to see how we were doing. We took him around, took him to a leprosarium run by a Peace Corps nurse. And that's a whole other story, about the leprosarium near Kuala Lumpur that was staffed by the Peace Corps. But Shriver had come. Norm Parmer had left to go back, because he just had a one-year leave of absence, and he left in the fall of 1962, to go back. And so did Jay Marionoff. So I was there by myself with the Peace Corps doctor, and waiting for some new staff to arrive, and had a couple hundred volunteers. I was going nuts.

Lage: Yeah, I'll bet.

07-00:53:44

Butler: And finally, some more staff came and I was able to go back to the United States. Well, first off—

Lage: Well, is there more about Shriver's trip?

07-00:53:56

Butler: Well, the big crisis for me was that without realizing it, because I was so naïve about government—Along with Parmer, I'd been sending telegrams—or *we* had been sending telegrams; they were signed by the ambassador because that's the way you send a telegram; but they knew they were from Parmer and me—being very critical of the Peace Corps in Washington, how they were screwing up stuff.

Lage: And who had you sent them to?

07-00:54:24

Butler: Well, they were sent to people in the Peace Corps office.

Lage: I see.

07-00:54:29

Butler: But the problem with telegrams that go through the State Department is that fifty copies are made. So all of our criticisms are spread around the State Department, where there're a bunch of people that don't like the Peace Corps. It spread around the Peace Corps that these guys are out there bitching and moaning in Kuala Lumpur. And we were naïve. I had never worked in a government bureaucracy. Half the things we said were right.

Lage: Well, what kinds of criticisms were you making?

07-00:54:57

Butler: Well, we were criticizing that they weren't getting stuff out to us in time; they were delaying on the selecting of volunteers; they were putting in bureaucratic restrictions that we thought were unnecessary. But most of it was petty stuff. But we were kind of whining. And actually, I wasn't— Parmer was the Peace Corps director, so he was the one that was doing it, and I was going along with him. But I just was too naïve and ignorant about government and all of that. And besides, if he wanted to do that, he and I were very good friends and liked— Fine. Well, the end result was, of course, that all— The Peace Corps had two kinds of citizens. It had the sort of young Turks that had come in, the Haddads and the people like me that had come in from the outside. But then to run a government agency, they had to have professional bureaucrats. And the chief one was a guy named Warren Wiggins, who was the number three guy, behind Shriver and Bill Moyers. And Wiggins was there to run an office. You had to have people that could make travel arrangements; you had to make contracts with schools and universities; you had to do all this stuff.

Lage: Survive an audit.

07-00:56:25

Butler: Yeah. But there was always this tension between the traditional bureaucrats that had been in government, knew how to run government, and the sort of

wild-ass ones that had come from outside—of which Haddad was an example and I was a minor example. So that tension was always there. So when the time came for Parmer to leave, these guys didn't want me to be the Peace Corps director. And so they actually—Wiggins came out and convened all the Peace Corps directors in Asia and Singapore. Now, Singapore's a one-hour flight south of me. And I wanted to go there. And he refused to let me go. And I later confronted him with that. We sort of made peace years later. But he never really liked me, and I never really liked him. [they laugh] We were just totally different personalities. But he was one of the creators of the Peace Corps. He had come up with a cockamamie plan to put 15,000 Peace Corps volunteers in the Philippines, which was just the exact wrong thing to do.

Lage: He's probably the one that sent you the mimeographed letter.

07-00:57:37

Butler: Well, somebody that worked for him. But he'd written the "towering task" memo about how we're going to flood the world with Americans, and the Peace Corps should have— and there ought to be 5- or 15,000 in the Philippines. Really terrible ideas. But he was a big thinker, in his own mind. So anyway, he's in Singapore; he doesn't want to talk to me. And I'm in a complete funk by November or December, and my wife says that I'm just sleeping more hours than I should be sleeping, and depressed, because I wanted to run the Peace Corps. And I'd given my life to it, and I was getting frustrated, to say the least.

Well, just after Christmas, 1962, the word comes from Washington that I'm the Peace Corps director. I don't know why, what changed at all. I knew it certainly wasn't Wiggins, because— And I knew it wasn't Lee St. Lawrence, because I'd done some stupid things and made an enemy out of him. I later, of course, found out what it was. One, it was a guy named Charlie Peters, still my greatest friend from the Peace Corps, who had come out to evaluate the Peace Corps in Malaya. He was the head of evaluation. He was a guy from West Virginia that had run Kennedy's campaign in West Virginia, that got him— won the—

Lage: I'm just going to stop you. [laughs] I'm sorry.

[End Audiofile 7]

Begin Audiofile 8 12-04-2008.mp3

Lage: Hold on one second. I want to put the fact that this is tape eight, and we're still on December 4, '08. Now go ahead.

08-00:00:12

Butler: So this is after Christmas, before New Years, December, 1962. And the telegram comes from the ambassador, to me via the ambassador, that I'm to

be the Peace Corps director. And I'm to get on an airplane in a day or two and get myself to Washington. So I did.

Lage: Let me just stop for a minute. Did you finish the story of how you realized who it was who got you the promotion?

08-00:00:44

Butler:

No, I didn't know. But I later realized—nobody ever admitted this, but that this was the story. Actually Charlie kind of admitted it. He had come out to evaluate the Peace Corps. Well, first off, it goes way back. Of all the silly things, Shriver loved jocks, athletes. And all he knew about me was that, one, I was a friend of Red Fay's; and second, I had met him in the State Department when I went for the interview. And he said, "Oh, you're the guy that Red Fay made me call." I'd had dinner with him twice, because he was very good about that. Anybody going overseas— He didn't care about people that were there in Washington with him; he could see them every day. But if you were going overseas, he always wanted to have dinner with you. And such a charming— And then one time, Sheana and I were having dinner in the same restaurant. He was by himself, but he came over and turned the charm on for Sheana. And that guy could be as charming as any human being in the world.

Well, what I didn't realize was that while I was there in Washington, the Peace Corps had a touch football team, of all silly things. And I had nothing to do on a Sunday, and they would play football out on the oval behind the White House, where the Washington Monument is. So they said, "Hey, do you want to come out?" And I said, "Sure, I'll go out." Well, I've told you that I loved playing touch football. Well, I never played better in my life. I think I caught four touchdown passes. I remember very well. I intercepted a pass one-handed, fell to the ground but didn't hit my knee on the ground, and kept running and scored a touchdown.

This is irrelevant to anything, except the next Monday morning, I was in the men's room in the Peace Corps offices, and coming out of the booth or something, and here's Shriver coming into the men's room. And he said, "Hey, I heard about the touch football yesterday." And Shriver just loved jocks. [Lage laughs] He hired a good friend who later, by the way, was the number one guy with Paul Newman's charities, Ray Lamontagne. Ray had gotten an offer from the Yankees to play centerfield in their farm teams, and ended up in the Peace Corps. But anyway, Shriver says, "I've been wondering." He said, "I don't think you ought to go to Malaysia. Stay here," he says. "I want to beat Bobby Kennedy's team at the Justice Department, and we'll have a good chance if you stick around." [laughs] And I don't know what I said. But he finally said, "Well, I'm not serious." [Lage laughs]

08-00:03:51

Well, then the other thing that happened was that Charlie Peters, later the founder of the *Washington Monthly*, this great Kennedy guy in West Virginia

when Kennedy dared the West Virginians to vote for a Catholic, and that really made him president, proved a Catholic could get elected in a Protestant state— Anyway, Charlie ends up as the head of evaluation for the Peace Corps. And he hires all of these newspaper guys. His whole idea of the way to run evaluation is to not do it with people that work for the Peace Corps, because they'll all be trying to say nice things so they can get the next job. So he would hire as consultants, newspaper investigative reporters to go out there and find out what was going wrong. And in fact, he hired me when I got out of the Peace Corps, to go to Africa to do the same thing. But he was just starting with that, so he had to go around the world himself. And he ended up in Kuala Lumpur when I was there; I was the deputy at the time.

And he said, "I haven't got a lot of time. I want to see some people— I don't want to see Peace Corps volunteers in the cities; they're always unhappy. Who's nearby I can go out there?" And I said, "Well, we've got a couple of nurses out here at Sungai Buloh." So I said, "I'll find somebody to drive you out there, because you won't be able to find it, and you can see what's going on."

So he went out there. And I think this is almost exactly what he said. He came back and he was due to have dinner with me that night, with Sheana and me at our house, and was going to fly out the next morning. I was trying to be— Well, I was trying to con him because I wanted a good report, but I also liked the guy. And he came back and he literally walked in, and I think he said, "You sonofabitch, you set me up." But he was laughing. And I said, "Well, what do you mean?" And he said, "First off, you didn't tell me it was a leprosarium. And second, you didn't tell me there were 2400 lepers out there and only four nurses. And you sure as hell didn't tell me that two of the four nurses were Peace Corps volunteers, and that when I walked through the wards with them, they'd bend down and kiss these lepers on the forehead and say, 'How are you doing today?'"

To this day—and this is forty, almost fifty years later—Charlie remembers [chuckles] better than I do, the names of the two nurses. They happened to be Sadie Stout and Mary Ianzitti. And they were just wonderful women that took care of people. And they, I think, knew that you don't get leprosy without being around for a *very* long time. It's not something you pick up like an infectious disease. It is infectious, but it takes a long time. Father Damien out here in Hawaii had to live there for years and years before he became— had leprosy. But anyway, so Charlie is— But he's very good natured about it, because he's obviously enormously impressed. And he essentially implies, well, if the rest of the Peace Corps is like that out here, you're doing fine.

From then on, he would never come himself to evaluate. There were two or three other evaluators, one reporter from the *New York Times*, one from the *Honolulu Advertiser*, that he would send out to see how I was doing. By that time, I was the Peace Corps director. And he always said he couldn't come

himself because by this time, he was so biased in favor of the Peace Corps. Well, what seems to have happened is that Wiggins and all these guys recommended, leave Butler out there as the deputy, but we don't want him running it. He's just trouble. He's bitching and moaning all the time. And Charlie went to Shriver—because these evaluations went directly from Charlie to Shriver; they were never vetted by anybody else—and said, “Listen, this guy's good.” And all Shriver knew was that I could catch passes. And he liked jocks, so I got the job.

So I came back [to Washington]. And I see Lee St. Lawrence, and I see Warren Wiggins, my two enemies. And St. Lawrence, I really liked, and I didn't like Wiggins. St. Lawrence was wonderful. He said, “Look, you know that I was against having you, but you've got the job. Now we're going to work together.” So on and so on. And so I was there with him for about a week. I was going over Peace Corps records, I was doing this and doing that. I remember it was a Saturday evening, or Sunday evening, and I was still there going down through lists of Peace Corps volunteers that would be coming in the next group. And St. Lawrence called. He tried to reach me at the hotel, and so he called the Peace Corps office down there, and I was there. And he says, “What the hell are you doing down there?” And I said, “Well, I've got get this stuff done.” And I forget exactly what he said, but he said, listen, you're as tired as anybody I've ever seen in my life. He said, “Go home and get some rest.” He said, “Go back to Malaysia.” He said, “Any trouble you and I have ever had in the past is over.” And then he said something like, if you're ever— What was it? If you ever need help, send me a private telegram to my house.

Lage: Wow! He knew that Wiggins didn't like you, then.

08-00:10:03

Butler: Well, no, he didn't— He took all the blame. He was as against me as Wiggins was, but he was willing to let that all go by.

Lage: Well, why the private telegram to his—

08-00:10:15

Butler: By that time, I think he'd gotten to like me.

Lage: Yeah. Why the private telegram to his house, though?

08-00:10:21

Butler: Because he said, “If it's really bad, you won't want to send it through channels. I'll take care of whatever your problem is.

Lage: Oh, I see. Don't send it through the ambassador.

08-00:10:31

Butler: Yeah.

Lage: Yeah, I get it.

08-00:10:33

Butler: Well, I did that. They sent out a professional football referee to be on my staff; that was the worst decision the Peace Corps possibly could've made. The guy arrived with his wife. They hated the country, they had a cocker spaniel that was molting. *Everything* was wrong, and I had to get rid of this guy. And I managed, after two months, to persuade him that this was the wrong job for him, and have him go home. He got home and then claimed that I'd sandbagged him and all of that. And I got a telegram from somebody else that I didn't like that much in the Peace Corps, saying, "You've mistreated a staff member and misrepresented a problem." So I sent a telegram to Lee St. Lawrence, at home. I remember exactly what it said. I said, "I've got this problem." And then the last thing is, "Do you know what it feels like to get kicked in the groin?" [Lage laughs] That was exactly the words of the telegram. I wasn't going to send that over the ambassador's signature. And I get a telegram back two days later. "Relax. It's taken care of. You did exactly the right thing." End of story. And then I had to go see Wiggins. And I actually went—

Lage: About that issue?

08-00:11:56

Butler: About the issue. And I told him—excuse the term—I said, "That was really chicken shit, when you're in Singapore and you didn't even have guts enough to have me come down there and tell me that you didn't want me to be the Peace Corps director." I said, "How the hell can you act like that?" And we had a frank discussion. And I've never had any trouble with Wiggins after that. And he never had any trouble with me. And later, when I was in Washington, I saw him. And I was bitching and moaning about something at HEW, and he told me to grow up. [they laugh] We really—it was oil and water with Wiggins. He's dead now. But he made a huge contribution to the Peace Corps. I was just too different to appreciate that.

Lage: Yeah, yeah. How about Bill Moyers. Did you have much to do with him?

08-00:12:57

Butler: Well, I remember very well seeing Bill Moyers. And I went in to see him. Bill Moyers is just— You talk about charming, come on. And as gifted and politically talented as anybody that's ever lived. And at that point, Lyndon Johnson was the vice-president and Moyers was in the Peace Corps. As soon as Johnson became president, after the assassination, Moyers left the Peace Corps the next day, went to the White House, and never left. And I went by to see him in the White House when I left. But anyway, he said, "Well, Lew, from a distance overseas of 12,000 miles, [laughs] how does the Peace Corps look in Washington?" And by this time, I'm still too stupid to not tell the truth, or to exaggerate the truth. And I said, "Bill, piss poor." [they laugh] I remember very well. And he just started laughing. Because obviously, I was

just— He knew that there'd been this fight over me getting the job. And then there's this long history.

But to jump to your question, the next time I came back—by this time, I had been the director in Malaysia. They used to call us representatives, then it was changed to director. And they wanted me to come back and tour Texas for a couple of weeks making speeches about the Peace Corps and going to see civic groups and going on radio stations and doing stuff like that.

Lage: And why Texas?

08-00:14:44

Butler: Because they needed somebody to go to Texas, I think. And it seemed to me— I was going to fly to the United States, and flying to Los Angeles to see Sheana's family, and then I could go from there to Texas. But it was Texas because that's where they told me to go. And then I ended up in Washington. And at that point, when I'm in Washington, I can stay with a great friend who was with Pete McCloskey in Korea, a guy named Chuck Daly, who had been a molasses salesman. And when he almost got killed in Korea—they saved his arm; they didn't have to cut it off—he decided he ought to do something else. Went to the Columbia School of Journalism, ended up working for Jack Kennedy as a senator, and then ended up in the White House in the Irish mafia, for Kennedy. And by this time, he was in the White House. When I'd left, he was down in Palo Alto, as a journalist.

So I would stay with Chuck. And I did, and it was November of 1963. And he was a very good friend by that time, because he and McCloskey and I had this thing in common, even though I hadn't been in Korea getting shot at. But I'd been in Malaysia, and that was— We were just, the three of us, and to this day, are still very, very good friends. By the way, he ended up running the Kennedy Library. And he ended up running the Joyce Foundation in Chicago, which is where I met Barack Obama for five years, on the board of the Joyce Foundation. But anyway, so I'm staying with Chuck. And he takes me by to see the Oval Office, because the president is on a trip to Texas.

And then I go to Dekalb, Illinois, where the fifth group of volunteers is being trained, including the woman that's going to go out to Langkawi to replace Rita Franzone, who's coming home. And a film crew— She doesn't know why they're taking all these pictures of her. She doesn't know she's going to Langkawi. I know she's going to Langkawi, because I've decided, looking through all these nurses, that this is the right one. And so they're filming her because they're going to film her going to Langkawi and Rita leaving. But anyway, I'm out there, at the Peace Corps training. I make a speech to the Peace Corps volunteers about coming to Malaysia, which I later, a few minutes later, said of all the speeches I've ever made in my life, that was probably the best. And thirty-five years later, a bunch of those volunteers came up to me and said, "Do you remember the time you spoke to us?"

08-00:17:55 Anyway, there we are. I go to the cafeteria for lunch. There's this huge commotion. Something comes on television, and Kennedy's been assassinated. Well, just everything— Peace Corps volunteers are under enough strain already because the selection process is going on, and 10 or 15 percent of them are going to be washed out.

Lage: Oh, after their training?

08-00:18:20
Butler: At the end of their training. It's right at the end of their training. I'm sitting on the selection board.

Lage: And you help do the washing out?

08-00:18:28
Butler: No. The other people are there, but they're asking me questions, kind of. Like do I think a person like this, do I think they're making the right decision? I'm not making the— they're making it. But I've been on the selection board, sitting there with them in the morning. Then I go to make my speech to the volunteers. Then the assassination. Then I come back in the thing, and there are just nurses and men— everybody's in tears. The Peace Corps is Kennedy's creation. Like the creator's dead. It's just the most traumatic thing you can imagine. So I go back into the selection board, which has been sitting there having sandwich lunches. And I walk in and I say, "The president's dead."

Lage: And they didn't know.

08-00:19:20
Butler: No, they didn't know.

Lage: Oh, my God!

08-00:19:22
Butler: I haven't known these Peace Corps volunteers-to-be for more than a few hours. But when I go by and they're all in tears—I remember a couple of them said, "What are we going to do?" Like their whole little world was— They don't know whether the Peace Corps is going to end. I don't know what— just everybody's in shock. Well, of course, the whole nation's in shock. And I remember saying something, because I wrote it later when I got back, and I had to write a letter to all the volunteers that were there. I forget; maybe it was to just a small group of them, I don't remember. But I just remember saying to somebody, "Well, we're the lucky ones. We get to go to Malaysia, we get to work, we get to carry on." I said, "This whole country is going to be in mourning and grief." I said, "We're the lucky ones. We've actually got a job." So that was it.

This whole thing came back about, what, ten days ago? I think the day of the assassination was November 22. I'm sitting here by myself in the house and the phone rings. And somebody says something, something. And I said, "Who's this?" And he says, "The Peace Corps. Lew, it's Jim Walter." And I'm just kind of speechless. I said, "Jim!" I hadn't talked to him for— We'd corresponded over the years, but I hadn't talked to him for fifteen years. I had actually approved his marrying a Chinese Malaysian, Moke Chee. Of all stupid things, the Peace Corps director knows nothing about marriage, including his own [Lage laughs], and is approving marriages for Peace Corps volunteers. And I had to approve it. But he had to come home, and then he came back on his second Peace Corps duty. But he had been at Dekalb, Illinois, Northern Illinois, at the time of the assassination. And I had to leave that afternoon to go to O'Hare Airport in Chicago, to get a plane to San Francisco to see my family here for one day, and then go on to Hawaii, where the Peace Corps training was going to be, to check out the Peace Corps training site in Hawaii, because the ones from Dekalb were going to go to Hawaii for a week and find out what a Malaysia kampong looked like.

So here's Jim on the telephone. And he's the one— I needed a ride to the Chicago airport. He drove me to the Chicago airport, forty whatever it's been—'63—forty-five years ago. And he said, "Today is the assassination day, and I was thinking about when we drove to the airport." He's retired; he was a wonderful teacher in Chicago and all that stuff. And he said, "And I was talking to Moke Chee tonight." This is about eight o'clock at night; this is ten o'clock Chicago time. He said, "I was talking to Moke Chee and saying, 'Oh, God, Lew and I drove to the—' She said, 'Jim, why don't you call him?'" [they laugh]

Lage: That's so nice.

08-00:23:41

Butler: So that was it. And then two days later, sitting on my desk arrives a note from Jim Walter, written before he called me, when his wife hadn't told him, "Well, just call the guy." And the note is just the loveliest thing you can imagine.

Lage: Boy, you have so many connections from that.

08-00:24:07

Butler: Well, that's why—It was a very emotional thing.

Lage: Oh, yes.

08-00:24:12

Butler: Very emotional. The Kennedy assassination was *really* emotional, but basically, the Peace Corps, that was one of the better parts about it; it wasn't an intellectual activity, it was an emotional activity. People had to do their job and they had to be good at it. But they really had to be motivated, because it

wasn't the pay. For some of them— And I later learned this in Africa, how lucky I'd been with Malaysia and the particular volunteers and the particular things that we were doing, because that wasn't true of the Peace Corps worldwide, by a hell of a long shot. But I had been lucky enough to go to a country that was perfectly suited to the Peace Corps because it had never had any American foreign aid; it had no bias about Americans. It didn't have a lot of Americans in it. It was just this ideal situation.

And Charlie Peters was out here. He comes out every year and stays with us, and I'll see him in Washington in January. And Charlie's always been very clear about it. He tried to persuade me to stay and work in the Peace Corps in Washington. Shriver sent him out to try to recruit me. And I said, "No, Charlie, I'm headed home." I said, "I don't belong in Washington. I've just got to go home." By that time, I'd been turned down by Harvard University, the Kennedy School. My great revenge on that is that a guy who was a fellow with me, David Ellwood, is now the dean at the Kennedy School. And I trained him when he was twenty-two years old. [laughs] That's my revenge on the Kennedy School for turning me down. But they did me a huge favor.

Lage: Now, maybe we should save that for next time, the Kennedy School. I'm going to make a note.

08-00:26:21

Butler: But anyway. And Charlie just said, "You know, you were made for the Peace Corps, and it was made for you." And I don't think that was something special about me; I just think it was a perfect fit. And that was the most important thing I ever did in my life, I'm sure. I think it was the thing I was best at. And it led to everything I ever did after that. So it was a huge deal.

Lage: I don't want to make this too long because I think we can pick up some of these things next time. But we need to talk about why you left when you did. Shall we save that for next time? And also some further reflections—

08-00:27:17

Butler: Talk about what?

Lage: Why you left when you did.

08-00:27:12

Butler: You mean left the Peace Corps?

Lage: Right, right.

08-00:27:24

Butler: Well, that's simple. I stayed longer than I'd expected to. But those were two-year tours of duty.

Lage: Oh, they were.

08-00:27:33

Butler: I'd been there almost three years. And I had sort of done what I came to do. And I didn't want to get stale on the job. And it was kind of time to go home and face reality. Although I tried to avoid the reality by applying to the Kennedy School. [Lage laughs] And they did me this great favor by turning me down.

Lage: Okay, I'm going to stop now, and we can pick up on a number of things next time. Is that okay?

08-00:28:11

Butler: Yeah. One correction, by the way, the Kennedy School wasn't called that then, because Kennedy had only— It hadn't been renamed. It was the Littauer Center on Government at Harvard.

Lage: Okay.

[End of Interview]

Interview #4: December 15, 2008

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Lage: Today is December 15. This is the fourth session with Lew Butler, and we're on tape nine. We're continuing with the Peace Corps, sort of winding up the Peace Corps and maybe moving to the next stage today. And we last time said there were a few more volunteers, outstanding ones you wanted to talk about. So talk away.

09-00:00:30

Butler: Well, I'll try to be short because if I get going, it'll go forever.

Lage: Let's just mention that you've reviewed about four—

09-00:00:38

Butler: I've gone back and looked at all the evaluations I've done, just to try to remember who the really outstanding volunteers were and what I'd said about them. And last time, we talked about Hugh Zimmers. And I think I mentioned that the prime minister, Tunku Abdul Rahman, sent his driver up there. Well, years later—but not that many years, I guess; probably eight years later—Hugh was an outstanding architect in Philadelphia, and got in touch with me. I forget exactly why. But anyway, I hired him because they were building a new HEW building in Washington. And it had been designed to have a hollow core so that there'd be light throughout the building, and the stupid General Services Administration said, no, we need more space, so they filled in. They made it clear that 80 percent of the people in the building would have no windows. And of course, those 80 percent were the hardest working 80 percent, and the ones with the windows were people like me that were the political appointees. And I just thought it was a disaster. Not to mention the fact that we then had the Department of Education, but it was across a very busy street, and it just increased the separation of the Department of Education from the rest of the health and welfare part. So Hugh came down, we prepared all of these elaborate plans, all of which ended up thrown in the garbage can by the General Services Administration, and so none of it happened. And then the Department of Education became a separate department with a separate cabinet member, and that was the end of that.

09-00:02:28

But in the course of that, he introduced me to members of the sort of black establishment in Philadelphia. He'd been working with them on something; I don't know what it was. But anyway, I went up to Philadelphia and made a speech and it was an event—I forget the name of it, but it had all of the most distinguished black judges and so on in Philadelphia. And they were honoring Whitney Young, this wonderful guy who was the head of the Urban League at that point. And we'd been working with Whitney Young on stuff in HEW. So that was a great privilege for me. I was sort of the warm-up act, made a kind of a nothing speech, and then Whitney Young came on and wowed the crowd.

And then tragically, not too long afterwards, he died in a boating accident. And so America lost just a wonderful African American leader.

Lage: Was he a young man?

09-00:03:29

Butler: I would guess he was in his early fifties at that time. And later a guy that I got to be a pretty good friend of, Vernon Jordan, became the head of the Urban League, and President Clinton's so-called first friend. But anyway, that was Hugh Zimmers. And I don't know what happened, but he just turned out to be a great success in Philadelphia.

Lage: He stayed local in Philadelphia?

09-00:03:58

Butler: As far as I know, but that was thirty years ago. But he was doing a lot more than architecture. City planning and everything. But then I was going back through my notes to look at other people, and came up with a list. I have to get my glasses out. Charlie Pinkus. Charlie Pinkus was a science teacher who was just— The evaluation said that he was just almost the ideal Peace Corps volunteer. And later, when I was working in Indianapolis on a project to sort of have private industry support anti-poverty efforts, I hired Charlie. And he left his job and came to Indianapolis and lived in a black neighborhood there and helped black people start little businesses, like house cleaning businesses and window washing and stuff like that. It didn't amount to much, and I don't know what's happened to Charlie, but he was just absolutely wonderful.

Lage: When you say he was almost the ideal volunteer, could you say what qualities—

09-00:05:18

Butler: And all of these people were kind of in that category. Well, one, he was very enterprising. Here he was a science teacher, but in his spare time, he'd go and help in a rural development project. And some of the help was, he was actually doing work with the local peasants, helping them get organized with their projects and things like that. The best Peace Corps volunteers basically did things on their own. And they would see the other volunteers, but their whole idea was to be on their own and make Malaysian friends, and not just cluster in some little bunch of Americans hugging each other. And he did that. And there was a Peace Corps volunteer in the same community that needed some help and he'd take care of her. But that was just kind of— he was sort of like doing my job. And then he'd bicycle up to see another volunteer, Marge Balfe, who was as good as he was. And basically, just go up there to say hello, but they would hang out together. It was people that did that, that really made a life of their own.

Lage: Right, became part of their communities.

09-00:06:38

Butler:

And Marge was a rural health nurse who I'd gotten a little Honda motorbike for. And I used to visit her and she was another one, just— you couldn't imagine anybody doing better. In those days, the Malay language instruction we gave was not as good as it should have been. And so Marge basically wasn't dealing with anybody that spoke English, so she learned Malay very fast. She had an assistant nurse, basically a midwife, working with her.

Lage:

From the community.

09-00:07:14

Butler:

And she was delivering all the babies in the community, in the rural areas, in one of the states south of Kuala Lumpur. And that was true of another nurse named Ann Hennessey. And it was interesting. These young women were incredibly strong. Ann Hennessey came from an Irish family in Boston. Never been out of Boston in her *life*, I don't think, before the Peace Corps, and ended up in the northeastern corner of Malaysia, running a rural health center. It was miles from anywhere. And she was the one that was probably dealing and treating former guerrillas, or even active guerrillas. But Ann just did her job. She was there with another nurse, who really couldn't handle the isolation, and we transferred her. Ann got malaria and just kept on working. And when she was leaving, she came down and stayed with Sheana and me for a few days. But she's just one of these unassuming, lovely people, that didn't really have any conception of how good she was. So those weren't the only two, but there were a number of nurses that fit in that category. Most of them did a good job, but not exceptional. But the ones that stood out were the ones that were in rural health centers.

09-00:08:51

And another one—actually, the only doctor that was a Peace Corps volunteer where we were, and I think one of the few in the world—was a guy named Murray DeArmand. His father was a doctor from Indianapolis. And Murray was just one of these wonderful people who went into doctoring because he wanted to help people. He got to Malaysia and Malaysians couldn't believe we were supplying a real MD. And he went out to the east coast to run a rural health center that had had no doctor. It had been built by the World Health Organization, a lovely building but no doctor. And he got out there, and I used to visit him. In the first six months, he just was treating people, and realized that he was treating the same diseases that were water borne and came from garbage and so on. So he started dealing with basically environmental health. He started the garbage department in that small community, and got it going and collected the garbage. Because everybody was coming— Malays walk barefoot most of the time, and they were walking on this garbage, and germs were getting through the cuts in their feet and so on. And so Murray—

Lage:

So did he promote an understanding among the community that this had to be done?

09-00:10:22

Butler:

Yes. And he was training people as to why they were doing all of that, yeah. And he just thought, I'm just saving myself work because I'm going to keep on treating these diseases; why don't I prevent them? I remember traveling up river with him in a kind of primitive canoe, to where he was treating kampongs. One guy had a broken leg, I think, and he was fixing the broken leg, and I remember just watching him. And he just thought he wasn't doing anything special, and I thought he was fabulous. And years later, he was the chief medical officer for the University of Arizona in Tucson. 1980, Sheana and I were traveling to Mexico; we stopped off and spent a day with him and his wife and their lovely family. And he was taking care of college students.

Lage:

I wonder if the re-entry was difficult for these people, back to sort of the everyday world.

09-00:11:24

Butler:

Well, it was. It certainly was for me. But I think the way they solved the problem, when they did solve it, was to do something unusual. A perfect example is a guy named John Thayer, who was a physics teacher in the northeast corner, in a place named Kota Bharu. Very, very conservative Malay community, Muslim Malay community. And we called him John Tinggi because he's a tall guy and tinggi means tall in Malay. Well, he just did his job and did a wonderful job. Everybody that went to college from that place, to be an engineer or anything else, was taught physics by John Tinggi. And when he got back, he ended up in the District of Columbia educational system, which of course, is an almost entirely black system and notorious for being bad. And I found out years and years later, when I was in Washington—and I think it went on forever—that he became *the* physics teacher for the entire District of Columbia, and set up a special program to train up the other physics teachers so they were really doing a good job. And presumably, every kid from the District of Columbia that went on to college to study physics or anything related to it was trained by John Thayer, or trained by somebody that John Thayer had trained. And those examples kind of went on and on. Let me see who else is in here.

Lage:

You mentioned Bob Rourke.

09-00:13:14

Butler:

Yeah, well, Bob Rourke, who I'll see when we go to the inauguration. He was a civil engineer, had worked for the New Haven Railroad before the Peace Corps. He was about twenty-seven years old. And then afterwards, he came back and worked with consulting firms in Washington involved in foreign aid. And he was in two or three of them, but ended up advising countries all over the world, including in the former Yugoslavia and Russia and I don't know whereall, traveling all over the world providing technical assistance—some of it paid for by the US government, some of it paid for by host governments. But a *very*, very distinguished career—not as an engineer, which is what he did in Malaya, but as basically an advisor. And among other things, had a

wonderful sense of humor. So last time we saw him, we were in a restaurant and a man walked up to him, because Bob Rourke looked exactly like the famous author John Updike. This guy said, “Well, Mr. Updike, I’ve admired your work so much. [chuckles] May I buy you and your friends,” that included my wife and myself, “a round of drinks?” And without missing a beat, Bob said, “Well, that’s very thoughtful of you. We’d very much appreciate it.” We got free drinks, while he was posing to be John Updike.

Lage: [laughs] It probably had happened before.

09-00:14:58

Butler: I guess. Then other people, there’s a wonderful woman veterinarian. Did I say something about her before, Brooke Holt? It was one of the biggest mistakes I made in the Peace Corps, thinking I was funny, connected to her. But she was a veterinarian. And you can imagine that there was no such thing as a woman veterinarian in Malaysia. And she wasn’t taking care of household pets, she was taking care of water buffalo, which had been tractors for farmers in Malacca. She was a legend because nobody had ever seen a female out there doctoring water buffalo—or practically seen *anybody* out there doctoring water buffalo. So when I went down to visit her she said, “I need some equipment. And I need a rectal thermometer for water buffalo.” Because water buffalo are very large, and she’d arrived without her equipment.

So the end result was that I thought I was very funny— And besides, you had to do something to amuse yourselves at times. So over the ambassador’s signature—because he signed all telegrams—I sent a telegram to the Peace Corps, saying— And the biggest problem was that I put female or woman in the description. But “female Peace Corps volunteer veterinarian needs seven-inch rectal thermometer for water buffalos; five inches not long enough.” [Lage laughs] Well, the ambassador called me up and he said, “I’m still laughing about— that’s the best telegram I ever sent to the State Department. And I’ve got it framed on my wall.”

But Brooke Holt lived in Washington, D.C. And her mother— This got to be notorious enough that it got mentioned in the newspaper. And of course, there was only one female veterinarian in Malaysia. And so it got back to Brooke, and she thought I was making fun of her, and she understandably was really angry about it. And I did everything I could to apologize and make it up to her. Later, when I got to HEW, years later, she was working for the Food and Drug Administration, analyzing drugs and approving drugs for use for animals. She was just a great public servant. And she also ran a whole rescue dog operation. So if a building collapsed and people were trapped inside, Brooke had trained the dogs to find them. Just an absolutely fabulous woman.

Lage: She didn’t hold a grudge against you, I hope.

09-00:17:55

Butler:

By the time I got to Washington, we were back being great friends. Then there was a guy named Mike Rourke, who was a hard-rock miner from the mountains of Colorado, from Telluride, which is now a fancy ski resort. But Mike was just an old hard-rock gold miner that had volunteered for the Peace Corps. And we needed someone to run a rock quarry, because the most important thing for the whole economy in Malaysia, in that rainfall that's between a hundred and two hundred inches a year, are good roads. And you've got to have the rock to make the roads because you can't compact that jungle. So you've just got to flat out put a lot of rock on it before you put the asphalt or anything else down.

So we got Mike. Mike came out to operate a rock quarry in the southern part of the country. Well, of course, they'd only seen the Brits do this kind of thing. And nobody could believe it, because the way Mike operated the rock quarry was he wanted to do the job himself at the start, to see what his workers were faced with. So I sent pictures back to the Peace Corps, and here's Mike Rourke hanging from a rope on a sheer rock face that terrified me when I went to look at it. It was about 150 feet straight down. And right down there in the middle of it, hanging on a rope, with a power drill, is Mike Rourke putting a hole in the wall and inserting the dynamite and then pulling himself back up, and then blowing out that part of the wall. Well, you can imagine what that kind of stuff did for the Peace Corps. People were just shaking their heads at the willingness of these volunteers to do things that they'd never seen white people do before.

Lage:

But that wasn't something you personally promoted? Did this just come out of the—

09-00:20:03

Butler:

I think it just came out. The one thing I did promote when I got to be the director—and I found a letter that my wife wrote about this—was to cut back on a lot of the frills. There were people that had motor scooters, that should've been on bicycles. And so I cut back on—

Lage:

The volunteers or the staff in the city?

09-00:20:27

Butler:

The volunteers. And so I cut back on a lot of them, and perks that they had and refrigerators. And it was interesting. I found letters. Some of the volunteers were saying, I'm having trouble; this refrigerator's so fancy people think I'm rich. And the refrigerator was two cubic feet. There was no refrigeration to speak of in a lot of the parts of the country. But mostly, the volunteers, the good ones, did it on their own. And the more they did it, the more successful they were. And interestingly enough, the Brits, maybe some of them resented this, but I think they came to admire the volunteers because a typical British colonial servant wasn't getting his hands dirty very much. And understandably; it was a whole other social hierarchical structure. But we

were there to work with Malaysians. And the best volunteers all did that. And the more they did it, the more satisfying the job was. And then there's another guy, Rudy Ramp, who now is retired and living up in Eureka. Rudy came from Cal Poly; that's where he was educated. But he'd grown up in Atherton, and his father lived on the estate of a member of the Haas family, Madeleine Haas Russell. He'd grown up in the servants quarters down there in Atherton, where his father ran the gardens and all of that, and he was very interested in agriculture. Well, he ended up working in agriculture over in the state of Pahang, in an agricultural center, and just pioneered everything. Chicken raising, non-polluting outhouses. Rudy did everything.

Lage: And this, he just kind of invented himself, the technology?

09-00:22:42

Butler:

Yeah, he was just unbelievably creative and enterprising. And he loved it. He said, "I've never had more fun." He left that job and ended up doing— mostly through private organizations, but with USAID money— His whole career was spent in foreign assistance. I know he worked in Vietnam. They sent him to run a project in Israel. And he said, "The only way to run this project is to get the Jews and the Palestinians together." And that was unacceptable to the Israeli government, so they ran him out of there. But that was Rudy. He just instinctively knew exactly what the US should be doing overseas. He was of Swiss ancestry, and when Sheana and I were headed home, we actually visited his relatives in Switzerland. You could see it was this kind of solid German-Swiss, "I can do anything" mentality.

And then of course, there were these wonderful science teachers. And on the east coast of Malaysia, almost every Malaysian that got to college from the east coast—and it was mostly Malays—was trained by a Peace Corps science teacher. In one school, that went on for, I think, the better part of ten years, where the Peace Corps volunteers kept replacing each other. Because the east coast was regarded as this out-of-the-way hick place because most of the people live on the west coast. And I think I mentioned the Malaysian government wanted to help Malays on the east coast. So in the Sultan Abu Bakar School in Kuantan, which was the major city in the big state of Pahang on the east coast—beautiful coastline, by the way. Incredibly beautiful. White sandy beaches, all of that stuff. Now full of Japanese resorts and golf courses and you name it. But in those days, there were no bridges on the rivers to speak of. You took little ferries across. Kuantan had an old British rest house where we'd stay. And the Sultan Abu Bakar School was there.

Starting in 1962, running for, I think, the better part of at least eight years, maybe ten years—because Bob Rourke later married a Peace Corps volunteer who had come there after he left, his wife Patricia—all the students had Peace Corps teachers. And when I was there, there were two of them. A guy named Curt Bonnell, who had a masters degree in physics from Stanford, and Mike Newman, who had a degree in biology from somewhere. And Curt got there

first. They were the science department. And I think Curt taught math, as well as physics. And they basically made that school into something that could produce college graduates. Curt ended up working on the Stanford Linear Accelerator, as a physicist. And Mike ended up as a famous doctor in Washington, who I'll see when we go back to the inauguration of Obama. I don't know the details, but I do know that when the famous humor columnist Art Buchwald died in Washington recently, or at least in the last few years, the last column he wrote, to be published after his death, mentioned his doctor. And of course, the doctor was Mike Newman. He was the one that organized the Peace Corps reunions there. He sends me emails about stuff. And that's forty years ago.

Lage: It's quite a connection that you have with these people.

09-00:27:23

Butler: Well, it's very few of them. And for example, one of the best teachers, Arnold Deutschman, a physics teacher, completely self-made guy, and I've lost track of him. But Arnold Deutschman did everything. And he came from a family, I think, with absolutely no money, no education, and just pulled himself up by the bootstraps. And when he got to Malaysia, he just kept doing that. He did it with the fellow teachers, he did it with his students. He was just a star.

Lage: It sounds like the Peace Corps recruited good people. Good people wanted to join, and they chose them well, from what you say here.

09-00:28:06

Butler: Well, and as I mentioned before, we were criticized because we were siphoning off all of this talent.

Lage: All the technical skills.

09-00:28:14

Butler: We weren't taking English majors to work on rural development projects; we were taking people with real skills, particularly technical skills.

Lage: Because the country could handle it, too.

09-00:28:28

Butler: Yeah. And keep in mind, this is the early days. And Kennedy had gotten elected president and some extraordinarily highly motivated young people wanted to do something. A lot of them, I learned, I observed later, had strong religious backgrounds. So there was kind of a missionary element in this. But they'd be offended if you used that word, because missionaries were there to convert people, and they weren't there to convert anybody; they were there to help.

Lage: You never had a problem with that kind of thing?

09-00:29:04

Butler: No. But I did notice, particularly around Kuala Lumpur, how many Peace Corps volunteers would end up going to church.

Lage: And what religion were they?

09-00:29:15

Butler: Well, a lot of them were Catholics, it turned out. And I observed that because at that time, my wife and I were going to the Catholic church with our kids. But there were Protestants. And I don't know what the Jewish volunteers did, like Deutschman? But they were spiritual people, if they weren't formally religious, a lot of them.

Lage: Interesting. Now, you downplay your own role. You talk about visiting these people and seeing what they're doing. But what was your job in relation to what they were doing?

09-00:29:58

Butler: Well, my job was to make sure that they were in the right place doing the right job, to help them if they were having trouble. That is, in the case of Curt Bonnell, for example, his first assignment was a lousy one. The headmaster just wasn't good, and that's when we sent him out to the Sultan Abu Bakar School. But it was that kind of thing, to make sure people— That was the most important part of the job, was to make sure that they had a good job that they were prepared for, and if it wasn't working out, to get them transferred to something else. And if it wasn't working out because they weren't doing the job right, it was to get them some help—usually, from some other Peace Corps volunteer. Because it-takes-one-to-tell-one kind of problem. And the Peace Corps volunteers that were good were more than anxious to help the ones that were struggling, particularly if they'd gone through training together, because it was like a club. And we would have retreats every six months or so with the Peace Corps volunteers, so they could talk about what they were going through and evaluate it, and also kind of get up in a British Hill station in the highlands, where they could get a little good food and cool weather.

Lage: R&R. [chuckles]

09-00:31:27

Butler: R&R. Have a few beers and a few laughs. And of course, they had an outrageous time getting together, outrageously *good* time. And then we'd play basketball or football or— We had a Peace Corps basketball team. [laughs] One of the guys, who was a very good volunteer, broke his leg playing basketball. And I didn't have anything to do with it, but I was very close to him. I don't know whether we were both fighting for the ball or doing something. And that wasn't so great, but— When we'd have these retreats, we always played touch football together and basketball, whatever else we could do.

Lage: In many ways, you were really kind of inventing the job, your own job.

09-00:32:18

Butler: Oh, yeah, I was inventing the job. So my job was to keep them going. It was to deal with problems, if the government had problems. If there was some report from the government that there was a problem, then get them moved or deal with it or, in the ultimate case, have them go home.

Lage: Did that happen very often, though?

09-00:32:44

Butler: Very rare, in the early days. I'll later say something about Nepal, where a third of the volunteers collapsed, or a quarter, in the first two weeks. I wasn't directing them, I was just evaluating the program. But anyway, very few went home. But for example, a Peace Corps doctor, Joe English, who was really the doctor, as it turned out, for the Kennedy family—I don't know if you remember Ted Kennedy's, I guess, son had a leg amputated. Anyway, Joe was very close to the Kennedy family.

Lage: Later or—

09-00:33:21

Butler: At that time and later. But he was close because he was the head of the Peace Corps doctors. And he was there with Sarge Shriver in Washington, and that's how he knew the Kennedys. Anyway, Joe came out to visit, and I was worried about a Peace Corps volunteer and sent Joe up to see him. And Joe discovered that the guy had attempted suicide. Now, it was kind of a faltering attempt, the kind that you'd make to get some attention. But he hadn't gotten my attention. I mean, I knew he was in trouble. And so we had him go home and get some real psychiatric care. A very nice guy, just under that pressure he had just cracked, for whatever reason. But in training, we had all this psychological evaluation.

One of the best things about the Peace Corps was the training because they weeded out people that they thought might have trouble like that. And sometimes they were very talented, very capable people. And later I discovered, when I was in Nigeria, sometimes the evaluation would weed out extraordinarily good potential volunteers, who were just such natural rebels and mavericks that they just would balk at all of the rules and regulations of the Peace Corps training. And one of the best Peace Corps volunteers in Nigeria came within an inch of being washed out by the Peace Corps. And some smart person, at the very last minute said, "Wait a minute. [chuckles] This guy is just a big pain in the butt in training, but he's an extraordinary person. Let him go out there and be on his own, where he's not fighting the Peace Corps, and then he'll find something really constructive to do." And he did. He was amazing.

Lage: I wonder how many people were rolled out that could've contributed.

09-00:35:32

Butler:

I don't know. But anyway, so that's what I did, dealt with complaints. I remember, for example, an extraordinary Peace Corps volunteer who'd been one of the best people in the Malay language in training. And she was so good we sent her to a school, a girls' school, where she had to teach entirely in Malay. Well, that's a pretty good assignment. It was a tough, tough thing. And the school wasn't that far from Kuala Lumpur. And so somehow she sent word to me she wanted to talk to me. So she came up and she broke into tears and described, for I don't know how long, it seemed like it was at least an hour, how difficult it was. And when it was all over, I said to her, "Well, I'll get you a transfer from the school." I said, "I'm sorry, we just put you in too tough a situation." And she just straightened up and said [chuckles], "I don't want to leave there." She said, "I just want you to know how tough it is. I'm going back there now." [laughs] So she was a terrific volunteer, but she hadn't had anybody to tell about her situation.

Lage:

Only people to talk to in Malay.

09-00:36:56

Butler:

Yeah. And then I traveled around a lot, just to try to support volunteers that were really good and tell them how much we appreciated what they were doing, help the ones that were having trouble. And I wrote all these evaluations, so I've got books full of them now.

Lage:

Right. And they got sent into Washington?

09-00:37:21

Butler:

No, I just kept them for myself.

Lage:

Oh, just for yourself. So this was not required?

09-00:37:28

Butler:

Well, if this was the army, I would've been a major or a colonel, trying to make sure that my regiment was doing okay. And the last thing I would've done was send the Pentagon any information. [they laugh] So I only sent the Peace Corps in Washington questions, and when I needed to evacuate somebody or I needed some help— Or in this case with Joe English, I needed a doctor. So that was the job.

Lage:

So your evaluations are not something official.

09-00:38:07

Butler:

They were for myself and for the other people that were working with me. We had a Peace Corps doctor. And the first Peace Corps doctor was not very good. He was a guy that went in the Peace Corps because he didn't want to go in the army, I think, and he had a public health service obligation. And he came there and he wanted to have his Peugeot car brought and drive around in it. And he was sort of bitching and moaning about things. But at one point, when I was there by myself when the other two guys had left, and he was the

only person I had on the staff, I sort of swore him in as an assistant. But I had to try to straighten him out. I wasn't very successful at it. For example, he wasn't acting inappropriately as a human being when he'd go and give medical examinations to female Peace Corps volunteers, but they were stripping down and he was examining them, and he wasn't as delicate about it as he should've been. Because he wasn't a hell of a lot older than they were.

Lage: And were they complaining to you?

09-00:39:27

Butler: Well, one of them, Brooke Holt, complained to me about it. But anyway, I dealt with him. And finally he left, and an absolutely wonderful doctor came, who was older, had a lot of overseas experience. His wife was a lovely woman and all of that. And so that solved that problem.

Lage: Tell me about your family and how they fared and what your own living conditions were there.

09-00:39:56

Butler: We lived in a 1200 square foot tract house. Tells you something about Malaysia that I went out there and the foundation had been poured for the house. But they built things so quickly—the Chinese contractors are unbelievable—but the front porch of the house faced a hillside. That's just the way they'd laid it down. And the back door and the bathrooms and all of that had a beautiful view out over the valley, to the University of Malaysia, then the University of Malaya. And so I wanted to rent the house. Actually, the subdivider was going to sell the house, but he was more than happy to rent it to the US government. For very little money, by the way. And he was more than happy to turn the house around 180 degrees [they laugh] so it faced in the right direction. So that house was being built in September and October while I was there, and it wasn't finished by the time my wife arrived in November, but it was finished shortly after that, and we moved in. And it was a lovely little home with a carport for a tiny car and a little living room with a tile floor. And fans, of course. No air conditioning, because the Peace Corps volunteers didn't have air conditioning so I wasn't going to have it.

Lage: What about a refrigerator?

09-00:41:36

Butler: Had a little fridge and a nice little kitchen. And I think I bought a barbecue someplace because I remember barbecuing stuff for Peace Corps volunteers. And a little kind of a dining section of the living room. And then a bedroom for my wife and myself and a regular Western bathroom, and then a bedroom for our children, and then a bedroom that could be used by an amma. That is, we had a woman that came in that would help kind of— She never lived there, but I think she would spend a few nights there. If we were away, she'd be there as a babysitter with the kids, although she didn't speak English. Her name was Minna. A lovely woman that did stuff. There's no laundry, there's

no— She did the laundry and helped my wife with the shopping and all of that. So that's where we lived. And then I rented a slightly better place across the valley for Norman Parmer, who was the Peace Corps director when the three of us went there. And then the single guy lived in the Majestic Hotel for most of the time he was there. It was basically an old colonial hotel.

Lage: So were you living like the British lived there, or—

09-00:43:08

Butler:

No, the British lived in much better quarters. And this was the opposite side of town. The Americans, the Ford Foundation, USAID—well, there was no USAID, but there was the Asia Foundation. They lived over in a better part of town. And of course, all of the State Department people, no matter how low they were, had nice houses, servants, never cooked meals for themselves, all that kind of stuff. And I told the ambassador—he agreed—I said, “I just don't want to be living in the white section of town.” Now, keep in mind there weren't that many Americans in the country. The Peace Corps tripled or doubled the number of Americans in the whole country. But anyway, we wanted to be away from all of that stuff. That's where the embassies were and the houses for the Foreign Service and that kind of stuff. And the ambassador was just so supportive. And he and his wife came down to have dinner with my wife and myself after we'd been there—I forget, six months, a year, whatever. But we invited him down and he came. Of course, he had to come in his limousine, which by the way, was not a Cadillac, [chuckles] it was a Checker cab type vehicle, like they used to have in New York, but painted black. And the ambassador, when he went around town, of course, had all US flags flying from the bumpers, which is what ambassadors do. He told me when he got there, he took the flags off the bumpers. [laughs]

Lage: When he came to your—

09-00:44:52

Butler:

When he came to our place. But the neighbors did notice that he had a rather large car. And Sheana and I cooked him dinner. He was a lovely man, wonderful man. And so totally supportive of me, I couldn't have asked for anything better. Our son's best friend— Our son went to a little sort of European day school because he was four years old when he got there. And there was a young boy, his age, living in the neighborhood and they became great pals. Chang See Wong was his name. His family now lives in Canada. They emigrated because Malaysia was not a good place to be a Chinese Malaysian if you really wanted to move up, because there were too many jobs being given to Malays. So they finally emigrated and ended up in Canada, where there were a lot of Malaysians, because with a Commonwealth passport, you could go to Canada.

Lage: So did your son learn either Malay or Chinese?

09-00:46:05

Butler:

He didn't learn any Chinese. See Wong's father worked for Nestle, so the family spoke English. And See Wong spoke English. And then of course, they're in Canada, speaking English. And his family still— his brother and he have come down to visit us in the last ten years. So that was great for our son, having this friend in the neighborhood. And they did firecrackers together and all kinds of things that five-year-olds do. When we left on the airplane, See Wong and his family came to see us off, and these two little seven-year-old boys hugged each other, and it was very cute. Our daughter, I think I'd mentioned, was one of five white girls in a 2,000 girl school, and had gone through that difficult time. But eventually, her schoolmates were coming to birthday parties and doing stuff like that.

Lage:

And how old was she again?

09-00:47:11

Butler:

She was six when she arrived and nine when she left.

Lage:

And did she learn the language, or what was the—

09-00:47:20

Butler:

No, it was a Catholic school with government funding, and the school was in English. And of course, the country had only been independent for four years, so there was still a lot of English spoken. So they learned limited Malay, and they talked to the amma in Malay and that kind of— But basically, not much. But they did learn how to travel with us. They learned that you don't drink the water and you do all of that. And it turned out to have a huge payoff later on, when we were traveling home. But they would go with us on trips, pleasure trips. We'd go up to the highlands for Christmas, for example, after we'd entertained the Peace Corps volunteers for a few days, and do stuff like that. But one great trip, I had this four-wheel-drive vehicle, and took my wife and son all up the east coast to see the Peace Corps volunteers. And where Murray DeArmand was, you had to drive along the beach for about forty miles because that was the road, and so you needed a four-wheel-drive vehicle. But it was a great experience. The Malays that lived out there love children and all that kind of stuff. And he was a cute little boy, by that time aged five or six, and he had a crew cut because it was so hot. They'd see his short hair and they'd rub his head, and it made him mad; he didn't like his head being rubbed. So we have a picture of him looking very grumpy in the back of this pickup, this vehicle that I had, which was an International Scout, getting his head rubbed and looking very grumpy about it.

For example, on that trip there were a terrific group of Peace Corps volunteers in Terengganu, one of the states on the east coast. The capitol is Kuala Terengganu. By the way, a Peace Corps architect designed the city hall for Kuala Terengganu. And he did a revolutionary design in kind of a circle because he said, "What they need is a little bit more democracy here." So

when the city council was meeting, the citizens could observe them in a circle [laughs] from up above. That was our great blow for democracy.

Lage: I wonder if that made a difference. Sometimes things like that do.

09-00:50:14

Butler: Well, he was very creative. He wasn't as good as Hugh Zimmers, but nobody was as good as Zimmers. But he was very good. We had about six architects, and they were all good, and some of them very good. And in the case of Zimmers, beyond very good. But anyway, we got to Kuala Terengganu, and for years, we'd been hearing about the turtles, the sea turtles that come in there. It's a famous thing. Unfortunately, the residents harvested so many turtle eggs that these turtles are dying out. But they're leatherback turtles. And we have photographs of the kids sitting on them. The turtles, with their wingspread, are about seven feet wide. And they come up out of the water on high tide, with a full moon, and make their way up the beach and dig holes with their back flippers, and then put what basically look like ping pong balls, eggs, into those holes. And they'll put fifty or a hundred eggs on the beach and cover it all up, and then go back into the water.

Well, I'd been hearing about that. It's a famous, famous thing. And so we went out and slept on the beach at night with the Peace Corps volunteers. And about midnight, I woke up and walked up the beach with one of the volunteers and saw that the turtles were coming. They came about one or two o'clock in the morning that day. And so we ran back and retrieved the family. I put my son on my shoulders, and Lucy, our daughter, ran alongside my wife, and the Peace Corps volunteers helped. And what I had first seen when I got there is almost indescribable. I saw what looked like— it seemed almost like a dinosaur coming out of the water with this great heaving, and suddenly this giant thing appeared on the beach and then pushed its way very slowly up the beach. Imagine, it's not easy to move— I don't know whether they weigh eight- or nine-hundred pounds or what. So we got up there, we watched them lay the eggs, photographed the kids sitting on the back of the turtles.

Lage: And that probably didn't even faze them.

09-00:52:58

Butler: No, they were so busy laying eggs. And the locals did that. In order to try to save the turtle population, they had come up with a scheme that I thought was terrific. Because the turtles were such a huge source of nutrition that the villagers just waited for these turtles to come.

Lage: The eggs themselves were the—

09-00:53:21

Butler: Yes, the eggs. It was the best food source they had. And in a lot of those places, there were eye diseases from lack of vitamin A and all kinds of stuff. So the caloric and vitamin intake from the turtles' eggs was phenomenal.

Well, so they always harvested the eggs and the number of eggs that would survive that harvesting wasn't great. And then when the little turtles are born, they've got to make it down the beach, anywhere from a hundred to two- or three-hundred feet, because the turtles lay the eggs up above the high tide line. Well, the casualty rate is about 95 percent, as they're making it down the beach, because every bird, gull, you name it, wants to eat a baby turtle. So the number of eggs that actually end up as living turtles in the ocean is not that great.

So the government had an idea that they would take 10 percent of the eggs and put them in a preserve and preserve the species, and then the villagers could have the other 90 percent. And then they'd have school kids and others, when the turtles hatch, transport the baby turtles in a seagull-proof manner, down the beach to the ocean. And I think that was going on when we left. But I've since read that these sea turtles— And they go eight-, ten-thousand miles around the world when these turtles are out there in the ocean. There's being research done now, but these huge leatherback turtles, I think, are a seriously endangered species now. But anyway, we did that kind of stuff.

And I remember taking our son—this time, I just went by myself, I think, and took him— Because he loved machinery, like all little boys. And we'd go out with the heavy equipment operators, and they'd be piling dirt up against a huge jungle tree and pushing it over. So I have pictures of him riding along next to the Peace Corps volunteers that were driving huge International Harvester and other tractors. So we did a lot of that. And when we departed, just before we left, our daughter wanted to stay with some friends and do stuff, so we took our son up into the national park with aborigine guides and hiked around so he could see that. And it was, I remember very well— You go along the trail with an aborigine guide. And I suppose I was second, or maybe my wife was second and I was third, and our son was behind. Well, when you go down a trail like that, the leeches hear the first person, and they come out like this. And so the guy that got it most was the last one; that was our—

Lage: [laughs] Your little boy.

09-00:56:35

Butler: —six-year-old, at that time, our son. Or seven years old. And he had on white sweat socks and sort of high top Keds. And when he took his socks off, they were just solid blood. I mean solid red; they weren't solid blood. But he was a good sport about it. One thing about leeches, they have mouths on both ends. And so if one attaches to your thumb and you pull it off, the other end attaches to you. So getting rid of a leech takes some doing.

Lage: Did it horrify him?

09-00:57:08

Butler:

No, by that time, we'd been around, and the Peace Corps volunteers had been dealing with stuff. When we were traveling, we slept under mosquito nets. We had screens put on our own house, but in the rest houses, you'd sleep under mosquito nets, for malaria. And the Peace Corps volunteers did that, too. You'd go to a Peace Corps volunteer's house, and there'd be a centipede running around, and somebody had to get rid of them. A lot of centipedes in the jungle. One of the things I remember is that the cholera epidemic hit in the state of Negeri Sembilan, just south of Kuala Lumpur. The way you deal with a cholera epidemic is to make sure that nobody goes in or goes out, because you don't want it to spread. And so they basically isolated and quarantined the whole state, but particularly the capitol, to try to deal with the epidemic.

Well, of course, I knew nothing about cholera. But the way to deal with cholera is basically fluids. People die because they get dehydrated because of diarrhea, nausea and all of that, and they just— So you just have to keep fluids running. Well, the local nurses were terrified when the cholera hit, and some of them bailed out, just didn't want to be in the cholera ward where they were bringing people in and giving them this intravenous thing. And so the two Peace Corps nurses there—who were not especially outstanding volunteers; they were just good, solid Peace Corps nurses—they got to be famous overnight because they stuck it out and they weren't scared of it. They said, "If we're careful, we won't get infected. If we do get infected, we can treat ourselves with fluids." And so they just kept fluids going into these people. It saved a lot of lives.

Well, imagine when the Department of Health realized what was going on, they were just all over, thanking me and thanking the nurses and bringing them down and giving them awards. I forget all that went on. But it wasn't a big national thing, but it was a very big local thing that they— And I always thought that was one of the high points of the Peace Corps because it was two rather standard, not exceptional, Peace Corps volunteers doing an exceptional thing. And it was kind of like the ones that were at Sungai Buloh, the leprosarium that I talked about. They weren't the greatest nurses in the world; they weren't like Rita Franzone, who could've done anything. But they were very, very good at what they were doing. And if you put them in a leprosarium, they took care of lepers. It was just that simple.

Lage: Yeah. I have to stop this for a minute and change the tape.

[End Audio file 9]

Begin Audiofile 10 12-15-2008.mp3

Lage: Okay, here we are on tape ten. And I had asked you when we weren't recording, to tell me about what the Asia Foundation was doing there.

10-00:00:16

Butler: Asia Foundation was basically bringing books into the country, I think, and had a library. And I'm not sure what they were doing. A very nice guy named John Sutter and his wife Doris, who live in Marin now, were there. He has, since then, been involved in world federalism. But they were doing that kind of an educational job. Unfortunately, years later, it came out that money from the CIA had gone to the Asia Foundation. And I'm not sure how that ever worked out, but they've since severed all those connections. And I think the Asia Foundation's still headquartered in San Francisco. And a good guy named Fuller, that was part of a family that I knew, later ran it.

Lage: And so did the CIA see them as a means of getting information?

10-00:01:08

Butler: It was a way of bringing pro-American stuff into the country.

Lage: I see. Not an information, intelligence—

10-00:01:15

Butler: No, but USIA, US Information Agency was doing the same thing. It had a library and— So I've never been quite clear exactly what the Asia Foundation did. My connection was that I knew John and he had very nicely arranged for my wife and me to become members of something called the Solanger Club, which is where upper class Malaysians and a lot of white people— No, actually, this wasn't named the Solanger Club; that was the British club that I never— this one had another name. But anyway, you could go to the swimming pool and play tennis. And my wife and I liked to play tennis and the kids like to swim and we like to swim. But after being in that a couple months, I realized that that was a really bad idea, with the Peace Corps volunteers out there living and riding bicycles, and the last thing I should be doing is that, so I severed that connection and resigned.

Lage: And you were thinking of your relationship with the volunteers, more than the country.

10-00:02:22

Butler: Yeah, and with Malaysian government officials and others. Because this was a vestige of the colonial regime. And the Solanger Club was the cricket club and was really that in spades. And various times—I only remember once or twice—Sheana and I were invited to go there by friends, and did. It also had Malaysian members by that time. But it was right in the middle of town, with a beautiful cricket ground and beautiful clubhouse and all of that. But it was the classic vestige of the colonial days. And so we never wanted to spend much time around it, to say the least; but we went there once or twice just because to not go would've been a problem. And I remember that it struck me as exactly what I'd expected. For example, it was very hard on British women out there because their husbands had good jobs, but they didn't really have much to do. And so they'd end up going to the clubs and playing cards and

drinking and doing whatever. You can see a lot of unhappy British women. The other thing, of course, during the emergency, was that these Brits that were running rubber plantations were really in danger of being killed and I—

Lage: This was during the Communist insurgency?

10-00:04:01

Butler: Yeah, yes. And so they would clear all the jungle around their houses and have guards with high-powered rifles and big lights that were on all night long. And there was an American I'd met through a friend, that ran a tin mining operation, and he was in the same situation. He didn't sleep in the same bed two nights in a row for years because he didn't want to be killed by the insurgents, because they were looking for anybody that looked like a colonial, and that included an American making money in the tin business. So anyway, there were a lot of, I think, particularly unhappy British women. Very difficult job for a woman in those days. And kids would be sent off to schools at age eight.

Lage: Back home.

10-00:04:58

Butler: Back home. And here's the wife left, and the husband has a job, but what's she going to do. And some of them turned and did phenomenal things. Like Malaysian butterflies are just famous around the world, and some of the women turned themselves into first-rate botanists and scientists and wrote books and did stuff like that. But these clubs were there for the ones that weren't that good—and for the men, frankly. There was a saying about the ones that came out, the Brits that weren't in the government that came out to run rubber plantations and tin mines and things like that, that Malaysia was a first-rate country full of third-rate Brits. Maybe the first-rate Brits went to India, I don't know. The Brits that I knew that were still there in the government were absolutely first rate. But there were some folks that just came there because it was the best job they'd ever had. They wouldn't get a job like that in Britain.

Lage: Interesting. Now how about Sheana? What did she do to occupy herself or feel useful?

10-00:06:17

Butler: Of course, as is typical in that situation, what she did was not appreciated as much by her husband as it should've been. But she basically did all the things that women with little children do. Taking care of the kids, the schools, me, the house and all of that. But fortunately she, after we'd gotten settled, went out and volunteered to work with Malcolm Bolton at the aborigine hospital. And so she was there. And she said, "Well, I never did that much," but she, in fact, did a lot. She was the only other European in the place. Malcolm had no wife. And so she would take care of patients, bring them things, bring books, read to them. Whether they understood the English or not, who knows? And

there were well over a hundred, maybe two hundred patients in these long, open air wards, and she'd do what she could to take care of them. Not their medical problems, but just other stuff. And they helped them with crafts. Not doing it, but helped them sort of get organized so that they could do it. So she did that. And there was a Peace Corps volunteer there, a very good Peace Corps nurse, who was the first and only nurse Malcolm had ever had. And so we basically were providing support. So she did that.

It wasn't until we left that I realized how hard it was, basically, because she wasn't that much older than the Peace Corps volunteers. And she always felt that they were doing important jobs, the women, nurses and all of that, and she was kind of living in a better house and not doing. And then she would go with me— For example, she brought chocolate chips to the Peace Corps volunteers so they could make chocolate chip cookies. Well, at the twenty-fifth anniversary of the Peace Corps, when I couldn't go— Which turned out to be a good thing, I think, because it meant that Sheana went on her own and got all of the credit. And she'd put on Thanksgiving dinners for Peace Corps volunteers, and Christmas, so they could see a Christmas tree—all that kind of stuff.

Anyway, she went back there and the party was in some place; she had to rent a car and arrived at eight o'clock at night, had been lost and walked in. And there was this huge kind of celebration to welcome her. There were Peace Corps nurses that were then married had brought their daughters and so on, and two of them brought them up and said, "I'd like you to meet my daughter." And these two daughters were both named Sheana. They'd named their children after Sheana. [they laugh] And she dismissed it by saying, "Oh, well, it's a nice name." But I said, "It's more than a nice name." And one very telling thing was that one of the nurses, who had not been the easiest person and Sheana had brought the chocolate chip cookies to, this nurse, twenty-five years later, reached in her handbag and brought out a bag of chocolate chips and said, "Sheana, I thought I'd return the favor."

Lage: [laughs] So that was a meaningful—

10-00:09:59

Butler:

It was. So that's what she did. And then when finally things were stabilized, by the end of the fall of 1963, and I had some help on the Peace Corps staff, then we could take a real vacation. And we went to Thailand and Cambodia for two weeks. You could do that then because the Vietnam War hadn't spread. And so we did the usual tourist things in those places. But we did them in the Peace Corps, in the style of the Peace Corps volunteers—rode the buses to Chiang Mai and that kind of stuff, and had a very good time. Left our children with friends back in Kuala Lumpur. And then the big thing for the family was, when we knew we were— I stayed on an extra six months, basically, over the two years.

Lage: To wait for your replacement, or—

10-00:11:09

Butler: Well, I wanted the kids to finish school, even though they didn't quite finish. But also I just wanted to make sure the Peace Corps was doing well and that the groups that I'd been closest to had left by that time, the first and second groups. And it was just time to go home. So we left in April of 1964. And of course, I had no job awaiting me when I got home. And I think as a way of avoiding reality—I think I maybe mentioned this—I applied to the Kennedy School at Harvard, which was then called the Littauer School of Government or the Littauer Center, whatever.

Lage: You mentioned it but I'm not sure we recorded it, so tell the story. I think it might've been a postscript, last time.

10-00:12:03

Butler: So I thought, I really like this government service and I seem to be doing okay at it; maybe I should learn more about how to do it. What I didn't realize at the time is that you didn't learn how to do it by going to the Littauer School of Government. [they laugh] That's where they train civil servants to do what civil servants have always done, both the good and the bad. But anyway, that's all I knew about it. And I think I didn't want to go back to San Francisco and face reality. So I would be in Harvard for a year and all of that. Well, on the questionnaire, it said, did you want to get a PhD? And the idea of getting PhD in government service strikes me as kind of absurd, still; but did I want to do a PhD? No. Did I want a masters degree? No, I already had—I just wanted to learn something. Well, they did me this great favor. By the time I arrived in Paris on the way home, they sent me a formal rejection notice. [they laugh] Which did me a great favor because it forced me to go home and face reality.

Lage: But was it kind of a shocker?

10-00:13:24

Butler: Well, yeah, I hadn't been turned down for a whole lot of things in my life. [they laugh]

Lage: And you'd just done this terrific job.

10-00:13:30

Butler: Well, I thought I'd done a good job. I actually didn't know— This is totally self-serving, but when I finally did get back to Washington, Charlie Peters had written a memo to Shriver. But somehow, somebody had made a mistake and I got a copy of it. And the memo said [laughs] to Shriver, "You're always asking me for a description of the ideal Peace Corps Director overseas. I've got a two-word description, Lew Butler." [they laugh]

Lage: That's great. So you went back to Washington and were kind of debriefed?

10-00:14:08

Butler: Eventually. I left in April and I got to Washington in July and saw Shriver and all that.

Lage: And was there a formal debriefing or—

10-00:14:16

Butler: Yeah, but it had been going on in letters and— Yeah, there was a lot. And they wanted me to stay and work there and I said, “No. I’m no good in Washington. I’m just a Californian; I better go back to California.” They sent Charlie out to have lunch with me and ply me with heavy drink [Lage laughs] and see if I’d stay.

Lage: Stay on with the Peace Corps.

10-00:14:45

Butler: Yeah, that was Shriver’s assignment to Charlie.

Lage: But by now you wanted to come back to California, it sounds like.

10-00:14:51

Butler: Well, I figured I had to. This is where we had a house. I couldn’t hide out at the Kennedy School. I just didn’t want to be a bureaucrat in Washington. To me, the Peace Corps was overseas. And so I thought I’d just have to go back and face reality.

Lage: Well, shall we talk about that process?

10-00:15:15

Butler: Well, maybe we should get me home first, which was—

Lage: Yeah. Okay, I’m sorry. I didn’t know that—

10-00:15:19

Butler: Well, we left. And it was wonderful. It was *the* greatest thing our family has done as a family. We had free tickets, on the US government, to come home. And you could go from Malaysia in either direction. You could go the way we came, across the Pacific; or it was the same distance and the same price to go the other way, through Asia and Europe. And finally, that way, I’d go to Washington and check out and then we’d end up in San Francisco. So I got all of the books. In those days, of course—you can do it on the Internet now—but I got all the travel books and found out where airplanes flew and what they did, and we got tickets. We didn’t get reservations, but we got tickets for the four of us. Basically, it was designed around seeing friends from the Peace Corps, or even people that weren’t friends, that would take us in and help us learn about the country where they were working and so on. It was kind of a security blanket. We’d already been to Thailand. The kids hadn’t, but Sheana and I had. So the plan was we’d just kind of go through Bangkok on the way; and we could get into Burma, and we’d go there; and then we’d go to India,

which had a Peace Corps; and then we would go to Nepal, that had a Peace Corps, via Bangladesh—that was just the way you got there; and then we'd go from India— We were going to bypass Pakistan; didn't work out that way. We were going to bypass Pakistan and go to Afghanistan, where I knew the guy that ran the Peace Corps in Afghanistan.

Now, it's hard to imagine now, forty-five years later, that there was a Peace Corps in Afghanistan, *the* roughest nation in the world. But there was. And it was quite successful. It was in that interregnum, kind of before the US and Russia started dueling it out in Afghanistan and the Russians won; to their great sadness, they had to run the place. Now we have to run the place again. Impossible. But anyway, Afghanistan. And then we would go, via Iran, to Israel, which had no Peace Corps, of course; didn't need one. And there was no Peace Corps in Iran at the time; there was later. And then by that time, we'd be in Europe, and we would go to Greece and Italy. And we'd take a little side trip from Italy to go to Tunisia, because there was a Peace Corps in Tunisia, and it was run by a guy that I knew, Dick Graham, who had come through Kuala Lumpur with Shriver on that trip. And then we would go back to Italy and end up—

By that time, we'd be on non-Peace Corps territory. We'd buy a car in Munich, a little Volkswagen squareback, which was our family car for years, a tiny little thing. And then we would drive the car through Europe and end up in Paris, and ship the car home and get on an airplane and go to Washington, and then to San Francisco. By the way, before I forget, when we got to Washington— We went to New York first and met the prime minister of Malaysia, who was there for the New York World's Fair. We all went out to the World's Fair and were photographed with Tunku Abdul Rahman and Peace Corps volunteers that had lived in the area. It was really a lot of fun.

And then went down to Washington. And from Washington, we shipped our kids home to my mother so we could stay there with our friends the Dalys, who had been working for Kennedy and was doing something else then. But we stayed with them. But the great part of that was— I remember very well. And I can't remember his name now, unfortunately, but [an] absolutely distinguished African American in the Peace Corps who I think either had been or was a college president later or— I forget. I think he ended up as US Ambassador in Africa somewhere. Had a PhD in something. And I'll find out, if I can remember his name, because he's really quite a well known, renowned guy, and worked in the Peace Corps in Washington. And he was headed for San Francisco. So I told my mother, who was not a racist but a pretty good imitation of a racist [they laugh]—and I think I had a little secret grin about this—that Dr. So-and-so would be delivering her two grandchildren, who— She had come out to visit us after a year, in Kuala Lumpur. That's another story. But anyway, and she could meet him at the airport and he'd have the two grandchildren, ages seven and nine. So she goes to the airport and this very distinguished looking, tall black guy gets off the airplane, [laughs] and

she recognizes the children and is a little bit confused about this whole thing. And said, “Well, may I give you a ride somewhere?” Probably thinking he was headed for the Fillmore District or something. And he said, “Well, that would be very nice.” And she said, “Where are you going?” He said, “I’m going to the Palace Hotel.” [they laugh] That was our little inside family joke. Anyway, that was the trip. And it would take hours to describe.

Lage: Well, you were going to mention something about Nepal. When you go there, what you found out.

10-00:21:42

Butler: Well, I will—

Lage: And maybe there’re others, too.

10-00:21:45

Butler: —but the first stop was Burma, which is very interesting because Burma was just sinking into nothingness. We got a twenty-four hour visa to be in Burma, but they were so screwed up it turned out to be seventy-two hours. The guy stamped it wrong. So we got to stay for three days and saw what was happening to a country that was just disappearing.

Lage: Was that when this government that’s now in power was taking over?

10-00:22:21

Butler: Well, the military hadn’t taken over but the whole country was just sinking and sinking and sinking. And you could see it coming. All the cars on the streets were sort of 1950 Chevrolets and stuff, and it was 1964. You could just see that it— And it had not only rejected the Peace Corps, it had rejected the UN. It was starting on its path to its present sad situation. But we stayed there, and it was great to see the wonderful temples and all of that. We never left Rangoon, except just to go a little bit in the countryside. We couldn’t go up the river; we didn’t have time. And then of course, we had no hotel reservations, or really any plane reservations; we had the tickets. So we would get someplace and then we’d get a ticket on the plane to go to the next place.

With one exception. We had a ticket to fly, because it flew once a week, from Amritsar in India to Kabul in Afghanistan. That was the key, because it only went once a week. So anyway, we get to India, we don’t have a hotel reservation. The plane is late; we arrive at midnight. And somebody on the plane had told us that you could, for fifty cents a night, get a room in a former military barracks at the airport. Which we did. And we were also warned it was a high crime area, so we locked the door and pushed the steel bunks up against the door. The whole trip was stuff like that. Then the next morning, we’re in Calcutta and we’ve got to figure out what to do. And it was clear, one, we didn’t have a lot of money; and second, Calcutta is a *very* difficult city. And someone had told us that we could go to the Salvation Army rest house. So we did. And it was full of sort of transient students, and you could

sleep on bunks. And we had the two kids, and the two of us. I think it was twelve bucks for the family for the night, with all of our food. And of course, it had one great advantage. The armies of beggars in Calcutta don't go to the Salvation Army [they laugh] guest house. So we would go walking by the hotels and see these armies of beggars. Literally, they disfigure children to make them more appealing. Begging is—

And later on, to really jump forward, what caused the huge disaster for the Peace Corps in going to Nepal was that they took them to Calcutta for the first week. And the Peace Corps volunteers who were headed to Nepal, had thought they were going to be right under Mount Everest somewhere, took one look at Calcutta and a bunch of them quit. Never left Calcutta, just went home. And then the others that ended up not in the highlands but in the jungles of Nepal, down in the flat so-called Terai— And by the first month or so, they'd lost a quarter of the whole Peace Corps group.

But anyway, Calcutta was an experience. But we went around and had a good time. And then flew from there to Nepal via Bangladesh. And you go through the capitol of Bangladesh airport and you could begin to get some idea of the population and poverty of Bangladesh, which will now go underwater with global warming. Of the all the tragedies you could see coming in the world, it was Bangladesh, with that huge population and— At that time, it was still part of Pakistan; it was called East Pakistan. And then we got on a DC-3 and got to Nepal. And that was this *huge* success. The acting Peace Corps director, who had been the number two or three guy, was there and very— I didn't know him, but he and his wife and children just couldn't have been nicer. They just took us in, and we did everything in Nepal with them. And he was there because the Peace Corps director, a very famous mountaineer named Willie Unsoeld, who was the first American, the first *man*, to climb the west face, the west ridge, spine of Everest, the first American expedition to get to the top, had had horrible frostbite and lost fingers and toes on the way down.

Lage: And he was the Peace Corps director in Nepal?

10-00:27:13

Butler: And he was the Peace Corps director. And then he got sick. Not just the frostbite, but some virus. I forget. Anyway, he'd been evacuated back to the States and this other guy had taken over, Bill— I don't remember his name. Anyway, we had this wonderful time in Nepal.

Lage: And were you in the jungle, too? Or were you—

10-00:27:39

Butler: Well, no, we were up in Kathmandu, in the capital, with all the high mountains around. You don't see Everest from Kathmandu, but he loaned us the Peace Corps Jeep, and we drove up a winding dirt road to a pass where theoretically, you could look to the south a couple hundred miles and see

Everest, and there was a rest house. We got there and there was no food. They didn't expect anybody and we walk in. And so we asked if we could have dinner, we hadn't had anything to eat, and they said yes. And then we looked out and guy from the rest house was chasing a chicken [Lage laughs] and killed the chicken. So we spent the night there, came back down.

And then he was going off trekking for two days to see Peace Corps volunteers that were in the hills, and asked if I wanted to go with him. So I walked with him for two days, which was wonderful. And also very sad, in the sense that we got to a village, we were taken in by two enormously appealing Indian mining engineers who were looking and testing for copper deposits in this area. And they had a beautiful tent, looked like the Arabian Nights. We were sleeping on a cement floor in a school house, in our sleeping bags. That floor was pretty hard, I'll tell you, but I was younger. But anyway, these guys saw that we were in town and invited us— Of course, they spoke perfect English, and just the best educated. And the tent was embroidered in the inside with tapestry. It was just the most beautiful thing. And of course, there was food served beautifully.

The evening ended when one of them was called away and came back, and was very apologetic and said, "I'm terribly sorry but I'm going to have to leave, because a young man who's working with us," who turned out to be fourteen years old, was dying of cholera. Well, I knew how to fix cholera, but there wasn't any to fix it in that place. This was a place about a six- or eight-hour walk from Kathmandu, no medical care, and he was going to die. And so we excused ourselves and went back to the cement floor in the school.

Lage: And there was no way to ply him with liquids and—

10-00:30:23

Butler: Well, no, they were just going to be solicitous to the family because they knew the guy would be dead, the kid.

Lage: When they got there.

10-00:30:29

Butler: It was a fourteen-year-old kid and his family was gathering. So we left. We got up about five o'clock in the morning and there was still a full moon, and we started hiking out over the pass that would take us to Kathmandu and back home, back to *his* home. And the kid had died and there was, in the moonlight, this low moaning wail going up from the whole village as people were mourning. And the way they mourned in Nepal was this sing-song wail mixed up with sobs. And we weren't in the rooms where this was going on, we just heard it in this cold night in the moonlight. It was just a striking contrast—not just, Why don't we have modern medicine here? but the difference between Asia and the United States, and for that matter, the difference between Nepal and Malaysia.

Anyway, we were there and traveled around in the local area and then took off—another typical learning experience in Asia—took off in a DC-3 to fly to India, to eventually get to Delhi. The plane took off. And in Kathmandu, you have to go up over 10,000, 12,000-foot mountains to get out of Kathmandu and get down over the Terai, the lower part of the jungle and then into India. And the plane got up about 500 feet above the ground and stopped gaining altitude and started to make a left turn. And I looked at Sheana and I said, “We’re going to crash in the rice fields here. There’s something wrong.” And she grabbed one kid and I grabbed the other and we put our hands over our head and all of that. Well, we were on the right-hand side of the plane; we couldn’t see that what he was doing was just making a circle and coming back to the airport, that something had gone wrong with the cowling on the engine, where you open it up when you take off and then shut it down later. That mechanism wasn’t functioning, and he just came back. But he didn’t announce anything, he just— And finally, I’m looking out the window and I think, okay, maybe we won’t die because rice fields are wet, and we’ll just flop down, and these planes aren’t going more than about eighty miles and hour. And suddenly under my gaze, I see there’s a runway. [Lage laughs] So we land.

Classic Asian story. Pilot gets off, looks kind of grumpy, walks off, doesn’t say a word. We have no idea what has happened, why we’re there or anything. About fifteen minutes later, somebody shows up and says, “Well, we won’t be flying today. This plane will fly tomorrow.” Well, we got back to the hotel, back to see the head of the Peace Corps. He took us in for another night and—I forget—took us out to dinner, and then we got on the same plane the next day and finally made it to India. But we thought we were going to die in Nepal. And then later, on our way through Pakistan, we had not a similar experience, but it’s the only time I ever expect to be in a mud storm in an airplane. We were flying through a dust storm, and then there was a thunder storm on top of a dust storm. And if you do that, you get a mud storm. It wasn’t a DC-3; it was a slightly better propellered plane. But we’re flying along in a plane totally covered in mud. The mud is kind of running off, so it’s not caking and sinking the plane.

So anyway, that was part of the excitement. Anyway, we went to India. The great Peace Corps director in India, Charlie Houston—who was a marvelous man, doctor, national authority on high altitude sickness, mountain climber from Aspen and places like that—Charlie wasn’t there. He’d gone back to the States for some meetings. But his deputy was there and took care of us. And I traveled around with Peace Corps volunteers that were distributing chickens, or incubators for chickens, and also some—I forget—some little pullets, I think. And then we went to Nepal. No Peace Corps in Nepal. But we were there just to—

Lage: No, wait, not Nepal.

10-00:35:33

Butler:

Excuse me. We went to Kashmir. We'd been in Nepal. We went to Kashmir. We traveled around, saw the Taj Mahal and did all of that. We then flew to Kashmir. Because everybody had said, if you get to India, you've got to go to Kashmir. And we got there and stayed on a houseboat and traveled around.

Lage:

Was it such a politically hot place then?

10-00:35:57

Butler:

No. It was not as hot as it is now. But there was this enormously exciting event, almost disastrous event. We're on the houseboat, we traveled around. We were there for about a week. We'd go and stay as long as we wanted to stay and as long as we had money, and then we'd leave. And somewhere along the middle of it— And we'd been traveling around to various— We'd gotten up in the snow, and it was May and there were still snow banks, and the kids rode sleds down in the snow with a bunch of Nepalese and that kind of stuff, and [we'd] seen the beautiful rivers. But we're staying on a houseboat, and I'd learned something— I never liked it, but we learned that you have to bargain for everything in Asia. So I bargained with the guy whose houseboat we were on. Well, it was room and board. Don't ever bargain if board is in there with room, because all he did was cut down on the food. So the kids got food poisoning.

But anyway, while we were there, the Lion of Kashmir was returned from house arrest in India. And he had been the leader of the independence movement. It wasn't the Hindus versus Muslim thing, as I recall. I think he was a Hindu, but he was the leader of the independence movement for Kashmir, and they didn't want Kashmir to be independent, so they kept him under house arrest. But they thought they had the situation stabilized, so they returned the Lion of Kashmir. And we rented bicycles in Srinagar, the capitol, where we were, to go see the Lion of Kashmir come back after twelve years, because this was a huge political event. And we left the two kids on the houseboat with the people, and off we went.

Well, it turned out that we weren't the only people that showed up for the Lion of Kashmir. I don't know whether there were 10,000 or 30,000, but it was a huge crowd. And we had parked the bicycles. I don't know why they weren't stolen, but anyway, we put them somewhere. We didn't have them with us, I know that. At least I think so. But anyway, there was a tent. And we kind of got up so we were close enough to the stage that we would see the Lion when he came back. And we got there early enough that we were maybe in the first few thousand people, I don't know. But the word got out that the Lion of Kashmir was coming, and so the crowd behind us started stampeding towards the— Now that I think about it, it must've been Muslim. He must've been a Muslim. Anyway, they start stampeding towards the dais where he was going to speak, and the PA system and all of that. And it was a crowd gone nuts.

Lage: Right. Like you hear of.

10-00:39:11

Butler: And Sheana yelled, “We’ve got to get out of here.” And I said, “We can’t get out of here.” And I grabbed a tent pole and I said, “We’re not going to suffocate if I can hold this pole up. There’ll be air around us.”

Lage: Because there was a tent over you that you were afraid would collapse?

10-00:39:28

Butler: Well, yeah. It wasn’t a closed tent, it was like a big canvas, but with poles to hold it up. So I grabbed this pole and I said, “You grab me.” So she held onto me, I held onto the pole, and this crowd surged. And I thought the tent was coming— She thought we were going to die. She still thinks today that she was going to die in Kashmir. And not only die in Kashmir, but with two kids on a houseboat. Well, two things happened. One, the tent pole held up, my tent pole; and somebody must’ve grabbed some of the others, because they held up. But someone put on the PA system a prayer. That’s what made me think it had to be a Muslim gathering. And some imam or somebody had got everybody quieted down, or down on their knees, even, I don’t know, but the riot stopped, or the surge stopped. And then the Lion of Kashmir came. And of course, he spoke in... Whatever.

Lage: Whatever language. Kashmiri.

10-00:40:36

Butler: Urdu? I don’t know. But it was a very exciting event. A great looking man. And of course, coming out of house arrest, a great hero. So we got out of there, got back our bicycles—

Lage: I would think just getting out of there would’ve been a trial.

10-00:40:52

Butler: Well, it was dispersing— I forget. But to say the least, my wife has not gone anyplace in a crowd since then. Ever again.

Lage: She doesn’t go to Wal-Mart the day after Thanksgiving, for instance.

10-00:41:08

Butler: No. [they laugh] Oh, God! So we left there and the next stop was going to be Nepal. Excuse me, I keep saying Nepal. I’ve got Nepal on my brain. Next stop was Afghanistan. And we fly to Amritsar, in India, and there was this once-a-week airplane flying from Amritsar to Kabul. We got to the office and were there a couple hours ahead of time. A very nice man in the office said, “The plane’s going to be delayed. You would have time to do something else.” So we went to the Golden Temple of the Sikhs in Amritsar. It’s a wonderful building and beautiful place. And I found out that’s why the Sikhs are all so big, because their religion is based on nutrition and they feed people. And the Sikhs aren’t genetically different from other Indians, but they’re six-four

because they've been eating well for 500 years. And they had all the food, they were making all the food in the temple and stuff. And that was exciting.

We get back and I said, "Has the plane arrived?" He said, "Well, no, it's not here yet." And I'd lived in Asia long enough to know that sometimes people don't want to give you bad news. They never say no. The most they'll say is maybe, kind of, but they just don't want to deliver negative stuff. And if they say yes, they mean maybe; and if they say maybe, they mean probably not; and if they say, I'm sure, they mean absolutely no. So I said to him, "Do you think it's coming today?" And he said, "Look," he says, "I don't think so." And I said, "And since it only comes once a week, do you think the next time it comes will be a week from today?" And he smiled, he said, "Yes."
[Lage laughs]

Well, at that point, there were two other people in the room that were going to get on this airplane. One was an American student that was trying to get to Nepal to get to Tashkent, to go to Kabul, to go in the underbelly of Russia to Tashkent, and make his way up through Russia. And he went out the door just screaming that his whole trip had been ruined. We never saw him again. He just was frantic. And the other guy was a lace salesman from Lyon, who had two bags of lace, and he was headed for Afghanistan to sell lace. I don't know if he sold any. But since we couldn't go to Afghanistan, it turned out we did have visas, which I'm not even sure why we had them, to go to Pakistan. Well, Amritsar's right there on the border with Pakistan and Lahore is on the other side of the border. So I said, "Well, we don't have much choice." So we hired a taxi with the lace salesman and we got to the border. Well, there were tensions between India and Pakistan at the time. You couldn't go across the border. Taxis couldn't go. You had to walk. And you had to walk about a mile or two, I forget.

So we got out of the taxi with the lace salesman and the children, with the suitcases on their heads, and me carrying the suitcases, and we start trekking into Pakistan. And just as we're starting, or just in the taxi, I forget, our seven-year-old son pokes me and says, "Look." And I'm saying, "What?" He says, "The haystack." And I say, "Yeah? Haystack." He said, "Look at the haystack." I'm looking. I still didn't get it. He says, "There's a cannon in the haystack." Well, the Indians had covered up their tanks with hay on the border. And three months later, one of the India-Pakistan wars broke out right there, and those tanks started into Pakistan. They had about three of those wars, starting then to now. That was before they had nuclear weapons.
[chuckles] You don't need a war now. So we're walking through no man's land with the kids. And we finally get to the Pakistan side. And by that time, we don't have money. We don't have Pakistani money, we've gotten rid of all of the Indian money. And taxi drivers and porters that had wanted to help us carry the bags, we told them we had no money, but they didn't believe it. Then they'd carry something, then they got mad because we couldn't tip them enough. Finally we got a taxi— Oh, and then I think I had a quarter in my

pocket and I finally gave it to one of these guys and he spit on it and threw it down. A US quarter. But I managed to somehow make a telephone call and got the Peace Corps director—he was the deputy, actually—in Lahore; they had a Peace Corps office there. And he said, “Sure,” he said, “Come live with my wife and me and our kids.” So we went—

Lage: And was it very far across the border to Lahore?

10-00:46:49

Butler: It was about an hour’s drive, I think, to Lahore, and the taxi driver could get us to his house. So here’s a guy that I never laid eyes on in my life, took us in.

Lage: And probably paid the taxi driver.

10-00:47:03

Butler: Well, he certainly did because then I could get some money and pay him. And so we stayed there for three or four days. Meantime, the lace salesman went off wherever he went. But we ran into him again in Kabul, because he finally got there and so did we.

Lage: So then did you fly from Pakistan, or did you have to go back?

10-00:47:23

Butler: Well, we stayed in Lahore. We got to see Lahore. And the high point of [laughs] that was this family said, “Well, look, you guys have been on the road. Wouldn’t you like to go to a movie?” And we said, “Yeah, that’s a great idea.” And they said, “Well, the movie theater’s here and we can take you there.” He had a car or something, I forgot how we got there. But anyway, we got to the movie, and the theater was— We could go in, we bought the tickets and all, but when we got into the theater, we could barely find seats, because you know how it’s dark and your eyes aren’t adjusted. So we sit down and we’re seeing *Lawrence of Arabia*, the movie. Well, I think there was an intermission in *Lawrence of Arabia*.

Lage: It was long.

10-00:48:13

Butler: It was long. The lights went up and everybody around us was dressed like Lawrence. [laughs] These were Pakistanis with hood stuff, looked like Yasser Arafat. We didn’t know whether to laugh or cry. I mean, we knew enough to shut up. So we saw *Lawrence of Arabia* with a local cast of thousands or hundreds in the theater. And when we came out, it was a dust storm. Totally fitting for *Lawrence of Arabia*. Anyway, then finally we decided, okay. We didn’t have any plane ticket, obviously, from Pakistan; we hadn’t planned to be there. But we bought plane tickets. I guess we traded in our other tickets that we couldn’t use. Bought a plane ticket that would take us from Lahore through the capital, Islamabad—that’s where the mud storm hit—and finally

to Peshawar, which is *the* most dangerous city in the world right now. But Peshawar's right there on the border of Pakistan and—

Lage: Afghanistan.

10-00:49:26

Butler: Afghanistan. And it's like an old Gary Cooper western movie. Peshawar *looks* like the roughest town you've ever seen. People are walking around on the streets that— When we finally saw *Star Wars*, we thought, they must've filmed it up here, [laughs] because it had characters in the town that looked— And there were Peace Corps volunteers there.

Lage: Oh, there were?

10-00:49:50

Butler: Yeah. And I forget whether they were—because it's part of India—whether they were just visiting or— Anyway, we ran into a couple of Peace Corps volunteers. We went out to dinner with them and they kind of took care of us. Spent a night there. And we had shopped around and found that there was a bus leaving the next day to go to Kabul, because the USAID had built the road because we wanted to have some military influence in Afghanistan. So they'd built the road from Peshawar to Kabul, up in the mountains, while the Russians were building roads from Tashkent [laughs] to Kabul. So anyway, we get on the bus. And that was an experience. In retrospect, it was just marvelous. But as we got out of Peshawar, and they'd stop and the bus would take on Afghan passengers, every one of the men was carrying a rifle. And they were carrying *long* rifles. They looked like nineteenth, eighteenth century rifles. I don't know. But all I knew about Afghanistan was that the British had gone in there with 15,000 men and when they left, they left one Brit alive to come home and say, "Don't ever come to Afghanistan again." They'd killed them all.

Lage: And why were these men armed?

10-00:51:17

Butler: What, what?

Lage: Why were they armed? Who were they—

10-00:51:19

Butler: Because everybody in the country in Afghanistan carries a weapon, because it's a totally lawless place. It's like why were they armed in the gold mines in California? Or out there in Dodge City? They weren't wearing pistols, they were carrying rifles. And when we started going by the farmhouses, the farmhouses didn't have windows in them, they had rifle slits. Well, by this time, we're beginning to get the idea that the things we'd read about Afghanistan were true. And of course now, forty-five years later, Sheana has just read everything ever written about Afghanistan, of which there's a lot

now. And if the United States thinks it can ever establish a government in Afghanistan, I think it needs to rethink the whole problem.

But anyway, so we're going along, and we get near the Khyber pass, and that's where the customs station is. You get out and you present your visa. And we did have visas for Afghanistan because we'd planned to go there. So then the question is, with all these guys carrying guns, who gets out and takes the visas out, and who stays with the children? Now, I don't know if you've read much about Afghanistan, but they stone women and kill them in Afghanistan. *To this day*, they stone them. That's a way of killing women who have been unfaithful to their husbands. Well, I knew a little bit about that. I didn't think it was such a great idea— Oh, and we'd read Michener's book about Afghanistan. And I didn't think it was such a great idea, but somehow, Sheana decided that it was more dangerous for me to go out there—[phone rings] she'd never see me again—than for her to go out there. [phone rings, recording stops & re-starts]

Lage: Okay, we're back on.

10-00:53:24

Butler: Well, we've got to shorten the story. But Sheana goes out. I'm wondering about it.

Lage: She decided that she could go out and you should watch the children.

10-00:53:30

Butler: And she goes out there with all of these rough looking guys to present the passports and the visas, and I stay with the kids. And we make it, we get to Kabul. We stay at a Russian hotel there, meet the lace salesman. The Peace Corps volunteer, the director there, takes us in a Jeep all around the mountains of Kabul, so we have a great time. But Sheana says the scariest place she's ever been in her life was in the bazaar in Kabul, because of the way men look at women there— She would just hang onto me. And I would hang onto one kid and she'd hang onto the other kid. And we never, ever let go of each other, walking through crowds or—

Lage: How did she dress?

10-00:54:21

Butler: She dressed as modestly as she could. She'd learned that because we were, after all, in a Muslim country where you— She never wore shorts unless she was at a British hill station, where there's nobody else around, or in a swimming pool or something in a hill station. But she was totally appropriately dressed, with long sleeves and probably slacks or a long dress, I don't remember. But it was a very scary place for a woman. And during the terrible days of— Recently, of course, they've closed all the women's schools and all of that.

Lage: And the women are in burqas now.

10-00:55:05

Butler: Yes. They were not then.

Lage: How did the Peace Corps volunteer women do?

10-00:55:12

Butler: I don't know, but I think the Peace Corps did well. And there was a guy, actually, from San Francisco, who ended up the head of a local private school here—David Fleishhacker, I think his name is—who was a Peace Corps volunteer there, wrote about it. The Peace Corps was quite successful, but it had to get out as soon as the shooting started and the Russians and all of that. And then we got in there with the CIA to— We were arming the Taliban. And then, of course, the Taliban ended up shooting us with our own weapons.

Lage: And now we're launching a new initiative.

10-00:55:52

Butler: But we were so fortunate because we actually could see Afghanistan. And after that, we ended up going to Tehran for a night and to Israel for a week.

Lage: Now, you say there wasn't Peace Corps in Iran yet.

10-00:56:08

Butler: No. I don't think so. If there was, we didn't see it. We just stayed in Iran for a night, and then flew from Iran, with Jewish emigrants from Iran, going—which was a very emotional thing. They were on the plane with us and the plane had to fly around Jordan, I think, and went out towards Turkey someplace and came down the Mediterranean, to avoid the airspace. But when we landed in Israel, people got out— And of course, families were there, people in tears, people kissing the ground. And to complicate the whole thing, through some mix up and screw up by me, turns out our passports were back in Tehran. They were supposed to be returned on the plane, but they weren't. And to the great credit of the Israelis, they let us in the country. We got a hotel, and the next day they delivered our passports to us. Spent a week there visiting kibbutzes and going up to the Golan Heights—or under the Golan Heights—and all of that stuff. Jerusalem. And then just made our way home.

Most exciting from the Peace Corps standpoint part, was going from Rome to Tunisia. And this wonderful guy Dick Graham, who just died, was the Peace Corps director. And he arranged to take me around to see Peace Corps volunteers in the country, including a group of twelve architects from the School of Architecture at Berkeley, Wurster Hall. They had joined the Peace Corps as a team.

Lage: That doesn't happen too often.

10-00:57:55

Butler:

[over Lage] I think I have this right, because they'd been soliciting in the Peace Corps for architects, and these guys had decided they all wanted to work together. I think that's the story. But anyway, I met a couple of them when we were there. And they had done this quite amazing thing—it reminded me of Hugh Zimmers. They'd gotten there and seen what— This is public housing they were building in Tunisia. And of course, the public housing in Tunisia looked like public housing in the United States or public housing in Paris, these big block buildings that never worked anywhere and that they now tear down in Chicago to get rid of them because they're so terrible. Such dens of drugs and crime and whatever.

Well, these guys just couldn't bring themselves to build Western style buildings in Tunisia, so they built public housing modeled on tiny little Tunisian village houses, kind of Kasbah stuff, that had walls and secret little entrances and alleys and all of this stuff. And I went to see it and it was a booming success. All the Tunisians wanted to live in this public housing because it looked like where they'd grown up. And I think it was in Tunis, because that's where we were staying. So that was a striking thing, made me very proud of the Peace Corps.

And the other thing was, which I didn't realize, that some of the greatest Roman ruins in the world are in Tunisia. And they're essentially— They've been restored, but are untouched. And now I see that tourists go to see these great ruins. But I went with this guy. We went to see a Peace Corps volunteer who was working on farm equipment. He was pounding metal, and what he was pounding on was a Roman column. There were so many of them that when they plowed, they'd dig up pieces of Roman columns, and he was pounding on one of these pieces of antiquity, because that's what the Tunisians used.

So I said to Dick Graham, I said, "Well, can we go see a Roman ruin?" He says, "Oh, yeah, there's a great place." I think it's Dougga, I forget the name of it. Up on a hill. It was a Roman city of something like 10- to 30,000 people, with the best restored Roman baths and theaters and mosaics and all of this stuff, sitting on a hill, looking down over these grain fields. Tunisia was the granary for the Roman empire, when they had defeated Carthage and salted the ground and all that. So that was a striking thing. And it was clear that wheat production in Tunisia was only beginning to even approach what it had been under the Romans, and this is 1500 years later. Anyway, we then went through Europe with the kids, did the usual kind of traveling in a little Volkswagen.

Lage:

I have to change the tape.

[End Audiofile 10]

Begin Audiofile 11 12-15-2008.mp3

Lage: We're back on tape eleven.

11-00:00:03

Butler: So we made our way through Germany and Switzerland and Austria and France, and arrived back in New York, to be taken to a very fancy hotel where Elizabeth Taylor was staying with Sheana's father, who, of course, paid for it.

Lage: With Sheana's father?

11-00:00:24

Butler: He was there on business in New York.

Lage: Oh, but not with Elizabeth Taylor. [laughs]

11-00:00:27

Butler: No, he was not with Elizabeth Taylor. She was there. On Madison Avenue. That was slightly better habitation. And as soon as he left, we went to a \$25 a night room, where you could put a quarter in the bed and it would shake you. [they laugh] And then to Washington to see Shriver and Charlie Peters and check out of the Peace Corps and read the last evaluation of the Peace Corps in Malaysia, which was enormously complimentary. I remember walking to the White House, because Shriver had to go over there. I don't know, he was going to see the president, I guess. But I was going to see Bill Moyers because at that time, Lyndon Johnson was in the White House. And the Peace Corps office was right on Lafayette Square so you could walk from there across to the White House, so I walked over with him. And on the way, I remember thanking him and saying, "You know, if it weren't for you, I'd be back miserable in some corporate law firm in San Francisco." And he's just such a gracious person, and he said, "Well, I've gone over the side—" He wanted to be the vice-president on the ticket with Lyndon Johnson, but Bobby Kennedy hated Johnson, and so he was off the ticket. He hadn't run for senator from New York at that point. And so anyway, Shriver got thrown off because he was connected to the Kennedys, even though he was not a Johnson hater. And in fact, Johnson had made him head of the poverty program. Right after I left, then the poverty program was created and he took over that. And so he ran that, as well as the Peace Corps.

Lage: Oh, he did both at the same time?

11-00:02:40

Butler: He did both at the same time, and then finally phased out of the Peace Corps. And when he was running the poverty program, I went back and visited him a couple times, had dinner with him. He asked if I wanted to work there and I said no. But by that time, Peace Corps friends were in the poverty program and that got me basically started on stuff in this country. And Bill Haddad, in particular, was a key guy in the poverty program, and then later left it to set up

his own anti-poverty private business. So anyway, then we headed home. Got here in August, I guess. And I forget where we lived, but we got our house back pretty soon. And I remember very well, Sheana and I went down to Crissy Field, where we used to go all the time and walk the dog before. We're looking at the Golden Gate Bridge and thinking, well, if we've got to come home, [laughs] this isn't a bad looking town.

Then I had to figure out what to do for a living. Basically, I spent the fall as an introduction to politics, which was—I got in touch with McCloskey when I got home. And it turned out while I'd been away, because of Chuck Daly, who was this great friend from Korea, McCloskey had been invited to the White House to meet with the president. The president had convened lawyers from all over the United States and said, "We've got a huge civil rights problem. And when you go back to your own communities, try to do something about it." Well, McCloskey didn't know what to do. That was, of course, just before Kennedy was killed. But by the time I got back, Proposition 14 was on the ballot in California, to repeal the Fair Housing laws. McCloskey had cranked up the Palo Alto Bar Association to come up with a resolution opposing this proposition. And so he said, "I'm going to do that." And I said, "Well, I'll go talk to Put Livermore, my friend from the Republican party." And with McCloskey, a little funding from him for bumper stickers, out of Put's office—and he was practicing law, but I was unemployed—we started Republicans Against Prop 14, and went around recruiting people, which included the guy I later ended up in Washington with, Jack Veneman, the moderate Republican assemblyman. They signed on and I forget who else. But there was a whole group of moderate Republicans in Sacramento, legislators, all from the north.

Lage: Is that who you approached, the legislators?

11-00:05:40

Butler: Well, I didn't know them, but Put knew them and he got them to sign up for this to give us a little legitimacy. We hired a guy who later became head of the California Chamber of Commerce, lobbying in Sacramento, and we put up bumper stickers, and we started doing campaigning. Then I, with McCloskey—

Lage: This is a very different life from the Peace Corps.

11-00:06:04

Butler: Well, but by this time I was thinking public life is what I was interested in, and here was the thing right in front of me. And Chuck Daly had said, "When you go home—" Jess Unruh, of course, was running the Democratic party at that time and running the assembly. And he said, "Unruh can help you with stuff, but don't ever take money from him, because he'll own you then." But Unruh was helping with the No-on-14 campaign. But the leading lawyer group was the Lawyers Guild, which were regarded as the pinko Communist

lawyers. So McCloskey got— First it was the Lawyers Guild, then it was McCloskey and his Palo Alto Bar Association, and then— At that time, the head of the San Francisco Bar was a wonderful man named Brent Abel, a very, very prominent lawyer here in town with Morrison Foerster; and a friend of mine that I practiced with, Howard Nemerovski, who later had his own firm here, they were all wound up about Prop 14. So our goal was to get the San Francisco Bar Association to come out against Prop 14. Well, we managed that. So by the time the state bar convention came along in Santa Monica, Nemerovski and McCloskey and I went down there. And we didn't have a lot of money so we all shared a hotel room—a motel room. And we started trying to recruit delegates in the state convention to come out against Prop 14. Brent Abel was the parliamentarian, so he had to be neutral, theoretically. But we were going around— And there were various delegations from the LA Bar and so on.

Finally we convened a meeting with everybody that wanted to have the state bar come out against Prop 14 on the grounds that it was unconstitutional, violated the Civil War amendments to the constitution, the 14th Amendment. So basically, we hoped to make a showing; it never occurred to us we were going to win. [they laugh] So we got everybody together and a spy came in, a guy that I never liked in our law school class, who was very much a right winger. I remember very well, I spotted him there. His name was Dave Hieler and his father ran Union Oil. And I said, “Dave, I know you're against this, and you're just in here trying to figure out what we're doing, so I'd like to ask you to leave.” And he stalked away. Never talked to me again as long as he lived, I think. And [laughs] McCloskey turned to me at that point, or afterwards, and said, “What the hell were you doing in Malaysia?” He says, “You're much tougher than you were when you left.” [they laugh] Which I took as a compliment. Obviously, I was a patsy before.

But anyway, so we got this and we went around trying to recruit people. And it turned out our greatest ally, besides Brent Abel, was the dean of appellate lawyers, whose name I now forget, in Los Angeles. And we got to the debate on the floor of the convention and at that point, Brent Abel stepped down as the parliamentarian so that he could speak on behalf of us for coming out against Prop 14. Well, this guy—wonderful lawyer, famous lawyer, appellate lawyer in Los Angeles—got up. And you could hear the place quiet down because he was so well known. And I think he spoke for forty-five seconds or something. This guy was a genius in the courtroom, an appellate courtroom. And he said, “I have on occasion seen the state bar show brains in its deliberations. I've even seen it show wisdom on occasion.” He said, “Now I suggest we show guts.” [they laugh] The place went wild! We're cheering and oh, we're going on. It was just Nemo and Pete and I, and we're thinking, God, this is terrific. We're going to lose, but we're going to lose with great strength. Well, of course, it turns out we won.

Lage: Fabulous.

11-00:11:05

Butler:

And that was when I first discovered that McCloskey was going to go into politics. You could see it. Because he'd learned to count. He had been counting votes here and there and the next place, and knew we were up— We had to get something like 800, I forget. But he knew we were at about 400. But he actually knew what we were doing. I was just kind of a cheerleader, doing whatever I was doing. And then Brent Abel got up and spoke before the vote, for the San Francisco delegation. And then brilliantly, after the vote was taken, he said, "I'd like to have a numerical count of the vote," so there would be no question that the ayes had not just made more noise than the noes. So the number was something like 800 to—I forget—600, 400, whatever it was. So we'd won by a big margin, and we came back. And the only reason I tell the story is that, one, it was clear that that was the beginning of McCloskey's political career, 1964. He didn't run until '67, but he kept looking for a way to run. And it was sort of the beginning of my getting involved in California politics and meeting people like, later on, Bob Finch, who was the lieutenant governor, when he was running for lieutenant governor, and Jack Veneman and so on.

Lage:

And you did it as a Republican against Prop 14. Was the party already—

11-00:12:45

Butler:

In the bar convention, we weren't speaking as Republicans, because we wanted all those Democrat votes, and we had the Lawyers Guild that were— They were hardly Democrats, they were socialists.

Lage:

Sure. And they were probably working with you.

11-00:13:00

Butler:

Well, yeah, that was part of our bizarre-looking team. And then when the election— of course, Prop 14 passed. And I was still unemployed, but Charlie Peters had offered to send me to Africa so I could make a little money. The convention was September; I spent October and November basically campaigning against Prop 14. And of course, the campaign headquarters was full of everything from— You name it. Certainly, left-wing socialists. There were no card-carrying Communists because nobody would admit, in those days, to being a card-carrying Communist, I guess, even though McCarthy was long gone. But liberal, to say the least, down to the Republicans against 14. And we all thought it was a great thing. And I made all these friends that just thought the Democratic party was terrible because they were so far to the left of it. [laughs] So anyway, we had a great time.

Lage:

But this was the year that Goldwater was running and the Republicans had become—

11-00:14:15

Butler:

Goldwater was running, and of course, that made it even worse. By that time, McCloskey and I couldn't tolerate the Republican party, with Goldwater in it.

And they'd had the convention in San Francisco and Nelson Rockefeller'd been shouted down.

Lage: Was this the same election that Goldwater was running for president? Was Prop 14 on the ballot that same—

11-00:14:39

Butler: Yes.

Lage: So I've just read, and you probably have, too, that although our last election had a very high turnout, 1964 had a higher one. And I wonder if it was Prop 14.

11-00:14:53

Butler: Well, I think there was a lot of things. The Democrats turned out because Goldwater was just completely unacceptable. And he'd made that speech in San Francisco that basically called for— that anything you can do in the cause of liberty is permissible. [chuckles] Greatly exaggerated, but anyway. So whatever reason, there was a lot of turnout. Prop 14 I don't think caused it, but it certainly helped in California because it was highly debated. It was just *visciously* debated. And of course, it passed two to one, something like that. So we didn't expect to win, but we fought the good fight. By that time, I thought all politics was losing. [they laugh] But the idea was to fight the good fight. So then of course, it was reversed.

Lage: It was declared unconstitutional.

11-00:15:54

Butler: Declared unconstitutional, and that was a great moral victory. But meantime, that got me started— it didn't happen for another year, but basically, by the next year, the fall of 1965, I was involved in state politics. And Pete and I had started our law firm, Butler and McCloskey.

Lage: We shouldn't get into that today, I don't think. Now, I'm just thinking—

11-00:16:24

Butler: But what I did in the meantime was Charlie Peters said, "Go to Somalia. The war between Ethiopia and Somalia is over, the Peace Corps had to leave, it's gone back in. Go and figure out if the Peace Corps's doing the right thing in Somalia."

Lage: Okay, that's what I thought. You have the energy for that.

11-00:16:42

Butler: Yeah. So I went in January of '65, to Somalia. And a wonderful experience, flying out of Cairo. From here to New York, to London, to Cairo, to Aden, I guess, and finally getting on a little DC-3 to get to Hargeisa, in northern Somalia, where I stopped and got off the plane, and the plane turned around and left. And there was nobody at the airport. [chuckles] It was kind of one

building. The Peace Corps director there, very good guy, finally showed up and said, “I’m sorry I’m late. I just forgot you were coming.” [they laugh] So I spent a month in Somalia, traveling around. They assigned a guide to me with a Land Rover, a Somali that spoke some English. Because northern Somalia had been British Somaliland before World War II, and the Italians had taken it over when they took over Ethiopia and ran— Well, they took over Ethiopia in ’37, but then Italian Somaliland was where Mogadishu is, and they took over the north at the time when the British were in such trouble in World War II.

Anyway, so most of the time I spent in the north, driving around in a Land Rover, across this trackless desert—two inches of rain a year—visiting Peace Corps volunteers. And it was terrific. And I remember one Irish kid from Boston. I said, “How’s it going?” And Somalia now, a totally failed state. It’s a very different place. The Somalis are enormously proud people. They’re very handsome. They’re called the Irish of Africa, and they’re down there— Of course, they’ve got all these pirates now. But they’re just totally proud, independent people. A huge amount of stuff that they chew—qat, they call it, which is a drug of some kind that all the teachers chew. So for a Peace Corps volunteer to be in Somalia made Malaysia look like New York City. I asked this guy and he said, “Well, it took me a while to get used to because,” he said, “there’s no discipline in the classroom. Everybody’s jumping up and down, talking all the time. And I finally figured out that’s just the way they go to school. [Lage laughs] Don’t worry about it.” A freckle-faced redheaded Irishman from Boston. So I had a good time there.

Lage: What were most of the volunteers doing? Were they mainly teaching?

11-00:19:43

Butler: Teachers. They were teachers. And they were teaching in boarding schools because 97 percent of the northern Somalis are nomads. And so they park their kids in the oasis where the boarding school is, and they go off following the animals. And when they get to the end of the migration and the grass has come up a little bit, then they come back and see their kids, four months, six months later.

Lage: And what were they teaching?

11-00:20:10

Butler: They were teaching English, and I think—

Lage: Not very different from your—

11-00:20:14

Butler: —maybe math and— Yeah. A lot of Somalis spoke five languages then because having been a British colony— The traditional schools were in Arabic because Somali is not a written language. So they spoke Somali, they spoke Arabic, they learned to write Arabic; some spoke both Italian and English, because that had been the colonial thing. And so they’re kind of

amazing linguists. And they've got the Ogaden, this huge desert between them and Ethiopia, and Ethiopia claims it and they claim it. And now the whole country's propped up by the Ethiopian Army and the Ethiopian Army's leaving. But anyway, that was a month in Somalia. I wrote the report and said, "The Peace Corps's doing fine. It's not the greatest program in the world, but they're doing what they ought to be doing." Because it's a pretty different kind of country.

Lage: Yeah. You weren't trying to compare it to the Malaysian Peace Corps.

11-00:21:25

Butler: No, it wasn't— Malaysia's grown up to be a little tiger, and Somalia's gone down to be totally *the* classic failed state of the world.

Lage: But you didn't realize that at the time. Or did you?

11-00:21:39

Butler: No. Of course, I didn't. No. Somalia was actually a competing ground where the Russians were in there with foreign aid, the US was in there with foreign aid. We trained the police, I think; the Russians trained the army; the Chinese were training somebody else; everybody was— Because it's such a strategically important place.

Lage: So do you think the Peace Corps was there partly in this sense of competition with Russia?

11-00:22:06

Butler: Well, I think the Peace Corps was there because Shriver wanted the Peace Corps anyplace where they asked for a Peace Corps. And the Somalis are very shrewd. They've been playing people off against each other forever. And they'd say, okay, train our police and we'll take the Peace Corps. They threw the Peace Corps out when they claimed that the Ethiopians, who were flying American planes— They claimed that US pilots were flying American planes and bombing Somalia in this fracas that had driven the Peace Corps out of there. Well, when I got there, the Peace Corps had just come back. And I quizzed some Somalis. I said, "Well, are you sure they could see a plane going by 500 miles an hour, a thousand feet off the ground, you could tell the pilot was an American and not an Ethiopian?" "Oh, yeah, we knew they were—" [they laugh] In fact, American pilots were not there, but they might as well have been there because they were American planes. But the Somalis had gotten over that and the war had died down, so the Peace Corps had come back. So I did that and wrote a fairly routine report about Somalia.

One of the good things is that the guy that— a local angle on it— Now, what's his name? Bob— The guy that was running the Peace Corps, the deputy director in the north, ended up the deputy head of the Oakland school system. And I've got it in my notes upstairs. I just forget names now. But a

very good guy. And you remember when they assassinated the superintendent of the schools?

Lage: The other good guy. Right. [Marcus Foster]

11-00:23:50

Butler: He was shot and badly wounded, but survived that assassination attempt. And he ended up teaching in Hayward at the state university in Hayward, in the education department, and was active with school stuff here in California. By the way, among other things, after I'd been on the road for three weeks— There's a big water shortage in Somalia because it doesn't rain. And the gift to me when I got back from my big trip was they'd drawn a bath for me. They'd taken all their precious water supply and filled up the bathtub. And then this guy, as a joke, had then put bubble bath in the bath tub to welcome me home from my travels. [they laugh]

But the big deal was when I got home, it was kind of a routine report. I wrote it, sent it to Charlie. And then he said, "Okay, you've got to go to Nigeria. That's the biggest program the Peace Corps has in Africa. It's got 700 teachers in it. And go do the evaluation." There was no suggestion that it was in trouble, but it was just that it was big, and they needed to know. So I went. And I think I spent six weeks in Nigeria, traveling around. At first, they assigned me a driver. And I said it just made me so uncomfortable in the Ibo, eastern region of Nigeria. I said, "I don't like this. I can drive a car." So they gave me a big old Chevy station wagon to drive, which were the Peace Corps vehicles, which then broke down in the middle of the night in the middle of the desert in Northern Africa. I had to hitchhike with some Arab trader, out of there.

Lage: Were you by yourself?

11-00:25:46

Butler: By myself. And I flagged down the only car that came by that night and got a ride back. But anyway, it was fascinating because first off, there were absolutely exceptional Peace Corps volunteers that I ran into. Not many, but about 10 to 15 percent. In the great bulk of the volunteers, there was something basically wrong, I thought, with what was going on. It wasn't that *they* were bad, but there were families, the husband and wife, and they're raising a kid, and the kid in the playpen, and living in the former quarters that the British teachers had had in Nigerian schools. Nigeria had just gotten its independence and—

Lage: So they were kind of replacing that whole—

11-00:26:36

Butler: —the Brits had left. Well, yeah. And this absolutely wonderful guy, who was the best known overseas director of the Peace Corps, was there. Bill Saltonstall, part of the famous Saltonstall family in New England, who'd been

headmaster of Exeter School. He and his wife were there and I stayed with them part of the time when I was in Lagos. But there was just something basically wrong. The first thing I realized is that the Peace Corps volunteers that were succeeding were the mavericks. This guy that had almost gotten thrown out of the training, they'd put him in English teacher housing on the grounds of the school. And schools had big fences around them. Basically, walled the kids off from their own society. He had somehow gotten permission to make a gate in the fence so he could let the kids out and let them go back to the villages, like the ones they'd come from, because these were boarding schools. And they were just expanding on what was the British system of training civil servants, only they were training ten times more people than the civil service needed. But they were training them in the old British system. So he had not only cut a hole in the fence, he had actually built a house for himself that looked like the houses these students grew up in, and the students were coming to his house for traditional meals and for traditional gathering. And he was trying to associate them with their own culture, whereas the official policy was severing them from their own culture.

Well, it went on like that. One wonderful Peace Corps volunteer, who became a very prominent figure later in the United States, in women's rights— And I've forgotten her name too, but she had started a theater company—she was teaching in a Nigerian school—to get some exposure to the kids, outside the structure of the British type classroom. And she was making all the scenery herself and doing all this work. And it was clear that she was a role model for the kids because they were suddenly seeing that if you're a top person, you work with your hands. You're not afraid of working. It was sort of an American, let's-get-on-with-it kind of idea.

Anyway, I traveled around and got in a house in the north and had the experience with the car. But when I finished up, two things had struck me. One is that the Peace Corps volunteers in the east were saying that their fellow teachers were leaving at night, the men to be trained with weapons, and that there was going to be a civil war, and that the Ibos in the east were going to try to separate themselves off from the rest of Nigeria. Ibos are— It's not only a tribal difference, but they're all Catholics. Or were fundamental Catholics; those that were Christians were Catholics. So I'd been hearing that from the Peace Corps volunteers, especially the good ones. And then what I was seeing was that these teachers just didn't seem to be— They were like British teachers, but I just couldn't figure it out. So I got home and I started to try to write this report. I had a thousand pages, yellow pages of notes. And I had to catalog it all and then try to write. Because I'd talked to probably a hundred Peace Corps volunteers, out of 700.

Lage: How long were you there?

11-00:30:27

Butler:

Six weeks, I guess. I would see two or three a day, times thirty, forty days. What's that, 120? I'd gone with Saltonstall to native drumming ceremonies, dances, which were spectacular. But I got home and I tried to write this report, and the first draft was just a mess. It was full of a lot of stuff, and I was getting more upset with myself. And I went back and finally Charlie said, "Well, come back here and we'll go over it." And he said, "Well, it's not that bad." And I said, "But it is." And he had a guy from the *New York Times* that was working with him read it, and the guy said, "Well, there's a lot of stuff in here, but it's just— It's like a shotgun." So Charlie said, "Well, I'll support you for— By this time, I'd been working for six weeks on it; he was paying me. And he said, "I'll pay you for another two weeks," or something, and I went home. I remember I was so uptight I literally had— We talk about athletes choking. I was choking. I had a tight throat. It's the most tied up I'd ever been in my life. And I was back here trying to write, and finally I just told Sheana, "Go off and visit some friends in Lake Tahoe and I'll stay here."

I got up one morning, and suddenly the light bulb went off and everything that I had been upset about fell into some category. And it basically was that it wasn't just that the Peace Corps was imitating and replacing the British, it was that the whole country was getting in trouble because they had this educational system that didn't fit its needs. And that all this foreign aid, all these wise guys, people, were saying, what you need is ten times as many doctors and ten times as many engineers; therefore, train a thousand people, put them in school to be doctors and engineers, potentially, and when you get through, you'll have ten doctors and ten engineers. But what the hell's happened to the other 980 people? So I'm not an educational expert and so on, but I was saying, one, the school system doesn't fit the country; and second, the Peace Corps is propping up the school system. And the whole set of values in the country— And it was coming from billboards, too: the sweet smell of success, or drink a beer, and it showed somebody sitting on their ass relaxing, not working. And I said, "The successful Peace Corps volunteers are demonstrating that you want to build a country, you've got to work. And that's the good news. But most of them are demonstrating exactly the opposite; they're living the way the Brits used to do."

So I said, "There's a new purpose for the Peace Corps, and that is to help these former colonies learn how to work and learn what their school system's going to look like." Well, so I sent the report to Charlie. It was, without question, the best thing I've ever written in my life—not to mention the hardest. And I've still got it. And I sent all of the notes, the thousand pages of notes, to the Kennedy Library, plus the report. So that's one thing I gave to them. And it turned out that that was right. By the way—

Lage:

How was it received, your—

11-00:34:14

Butler: Well, by Charlie, it was received wonderfully. And he made copies of it and sent it to every other Peace Corps director in Africa. Because people talked to me later, people that I'd never met, never heard of me, and said, we read your report and began to think, maybe that's what's going on in Sierra Leone, maybe that's what's going on in these other former British colonies.

Lage: Did the director in Nigeria take to your ideas?

11-00:34:45

Butler: Well, Bill Saltonstall, who ended up as a good friend, and I then ended up visiting him in Massachusetts when I was in the government, and even going sailing with him, he— Because the report was complimentary about *him*. I said that, but he didn't invent this program; the Peace Corps invented the program.

Lage: It was the structure. Yeah.

11-00:35:08

Butler: And I said a lot of the things Saltonstall is instinctively doing are right, but he's overwhelmed by the wrong nature of the program. I remember Saltonstall saying to me—a very wise man, who knew a lot about young people; that's what he did for a living at Exeter—he said, “The ones that are most articulate about the Peace Corps here understand it the least, and the ones that can't talk about it are the ones that live it.”

Lage: Interesting.

11-00:35:38

Butler: That wasn't entirely true, because my notes showed that these three or four exceptional volunteers, especially in the Ibo thing— But the other thing about the report was that I put in a whole section of it about the danger of civil war, that the Ibos were going to attack and try to separate themselves off. Well, the State Department violently objected to that, said that, we don't need some amateur Peace Corps cluck going to Nigeria, where he's never been before, and telling us— and we've been in Nigeria forever, we know what the hell we're doing. And the embassy says there's no such thing going on. And so because the report has to be circulated, it's an official document, they made Charlie take that section of the report out. And the civil war broke out six months later. And of course, Nigeria's been going down hill ever since. And now it's just the biggest country in Africa, and it's a total mess. Corruption, riots, killings, sectarian violence with the Hausas in the north and the Yorubas in the west and the Ibos in the east. This was the prize of the British Empire, and it's just gone down a rat hole. And it stays alive because it's got oil. And then all the oil does is increase the corruption.

Lage: Well, when you say it was the prize of the British Empire, in what respect?

11-00:37:19

Butler: Well, it was the most successful colony. It was the biggest colony they had. I don't mean the empire worldwide; that was India. But it was the biggest colony they had in Africa.

Lage: But was it also successful for them because of the oil and—

11-00:37:34

Butler: Well, oil hadn't been discovered— Well, I guess it was discovered just as they were leaving. But it was their biggest success story because it was the most people, produced the most product. It was the world's largest producer of ground nuts and things like that. And they were having oil palm. It was, compared to places which I had visited when I was in Somalia— Kenya had had the Mau Mau uprising and all this kind of stuff. And here was Nigeria, peaceful, happy. British go out of there looking like heroes; they've turned it over to this civil service. And within years, it just goes down a rat hole. And now there's no more corrupt— You can find a lot of corruption in Africa but the greatest tragedy in Africa— There's the Sudan and all of that, but— For its potential, Nigeria is this unbelievable tragedy. So anyway, I got that report finally done.

Lage: And was that '65, also?

11-00:38:45

Butler: That was the end of '65. And I was very pleased because I was getting letters from Peace Corps directors overseas thanking me. They'd send them to Charlie and he'd send them to me. And Shriver was very gracious about it. One thing about Shriver, he read every single one of every one of these reports. And then he sent a note back to Charlie, that he'd sent to me, saying, this is just— This is masterful. We've really got to think about what we're doing in Africa.

Lage: Do you know if they made changes as a result?

11-00:39:22

Butler: I don't know that much ever changed. I think maybe Peace Corps directors that got the report started rethinking about what they were doing. But those programs started to dwindle. I don't know whether that was the Peace Corps that made them dwindle, but the Nigeria program just shrank back down. So the agony was worth it, I guess. And that was sort of my last act for the Peace Corps, and then I went on to try to figure out what I was going to do to make a living.

Lage: We'll start there next time.

11-00:40:02

Butler: All right.

[End of Interview]

Interview #5: January 8, 2009

Begin Audiofile 12 01-08-2009.mp3

Lage: Okay. We're resuming our interview with Lew Butler. Today is January 8, 2009, and this is our fifth session. I'm Ann Lage. We're ready to go. We have you back in San Francisco and launching into your career as an environmental lawyer, in part.

12-00:00:31

Butler: Well, not yet. I was struggling to get adjusted and had gone to Africa, as we talked about, just to earn a little bit of money and kind of get my head screwed on. But by the fall of 1965, I'd finished up all of that. Meantime, I'd gotten sort of back in touch with people about Republican politics and got invited to a Republican meeting in, I think, early 1965. It was right after the Goldwater campaign, and the big deal was that Ronald Reagan was at the meeting. Well, first off, I thought his name was Ronald [pronounces] Reegan. But I learned that he had done—and I knew that, but that's all I knew—he'd done a very successful TV promo for Goldwater. Of course, Goldwater had just failed miserably.

Lage: And how had you felt about Goldwater?

12-00:01:49

Butler: Well, to the extent I had an interest—the convention was in San Francisco and I was around when the convention was held, in July of '64. They just laughed at Nelson Rockefeller, and we were all Rockefeller Republicans, even though I'd later realize that Rockefeller had his limitations, to say the least. But anyway, I was not a Goldwater fan. In fact, I was the opposite. At that time, I didn't know that my old friend that we've talked about had written Goldwater's book, *The Conscience of a Conservative*. But anyway, I went to this meeting and people were making a lot of noise about Ronald Reagan. He'd never run for office before. And Mrs. Marshall Madison, my mother's friend and my brother's godmother, said, "Oh, Lewis, you've got to come over and meet Mr. Reagan." So we trot over there. And I remember it very well. He was sitting down in this big room and she said, "Oh, Mr. Reagan, I want you to meet our great friend Lewis Butler. He's just come back from running the Peace Corps in Malaysia." And Reagan said, "Oh, yes, we've corresponded." Well, later on I realized that this guy's unbelievable. Anybody with a memory that good might do very well in politics. [they laugh]

Lage: It's a helpful thing.

12-00:03:23

Butler: But particularly what he said. And the history was this— and I've got the papers here. My friend Allan Littman had sent me a letter. And here it is. October 10, 1962. He went to a Republican dinner and heard Ronald Reagan, the movie and television actor. He was illustrating the great increase of

bureaucratic expenditures and stated that in the Peace Corps in Malaya, there was a director at a salary of over \$16,000 and an assistant director for \$14,000 in charge of only thirty-seven volunteers. And he was using that as an example of government waste. So I was so—pissed off is the only word I—Because when I got this letter, I was essentially pretty much by myself trying to run the Peace Corps with a couple hundred volunteers and the whole thing.

Of course, I had no way of writing to Reagan, so I wrote to Allan and said, “You might pass this along.” And I just went down the list, for a page and a half, giving him the facts about what, in fact, we were doing; that he’d picked a tiny little segment in time, in January of 1962, when we’d been rushing to get to Malaysia in advance of the Peace Corps volunteers so we could get it set up for them. And so all of that stuff. And the letter starts with saying, “My Republican blood is slightly over the boiling point.” And finally, I said, “After working for more than a year here at something in excess of twelve hours a day, I’m understandably a little out of patience with people like Reagan. Please feel free to pass the enclosed copy of this letter on to him with this final comment from me: that there are so many things wrong in this government for us Republicans to attack and try to correct, it seems a waste of time taking ill-informed shots at one of the best bipartisan efforts this country’s ever had.” [they laugh] Well, so when I met Reagan, first off, he remembers this letter, two years later.

Lage: That is pretty remarkable.

12-00:05:56

Butler: Or two and a half years later. Maybe it’s the only one he ever got from somebody in the Peace Corps. And second, he then proceeds to tell me how much he appreciated hearing from me—and I ought to read the reply that I got from him at that time—how much he appreciated hearing from me and how he was so pleased that he and I had always agreed about things. And so I had two reactions. One is this guy’s unbelievably charming. Second, he can make himself believe anything. It turned out when he was president, he’d tell stories that never occurred but he actually believed. And that he had this unbelievable memory. But here’s his reply. One, that he’d gotten the information from Congressman [Harold R.] Gross of Iowa. And he’d stopped using Gross because he realized that, [laughs] to make a pun, that the information was grossly wrong. So, “I’m no longer using the figures from Congressman Gross, [for the] reason that such an example might no longer apply,” and so on. But then he goes, “My apologies to you and all of your group, who I know are serving faithfully and well in uncomfortable circumstances.” Well, it was over a one-page letter.

Lage: Yeah. And this was a man who liked to keep to one page.

12-00:07:16

Butler: This is on Ronald Reagan's personal stationery. The only label is Pacific Palisades. And he, at the time, was a paid flak for General Electric, and they sent him around the country making noises that would be happy with big business like General Electric. So that was my one and only contact with Reagan.

Lage: Did anything else come of that brief meeting in '65?

12-00:07:43

Butler: The Republican meeting?

Lage: Yeah.

12-00:07:45

Butler: No, I saw a bunch of old friends and so on. I do remember one thing, though. I knew [Caspar] Cap Weinberger, and he was there. And they had— This might've been a later Republican meeting. They did a parody of the Civil Rights Movement, and just a lot of *really ugly* anti-black, anti-civil rights stuff. And I was *so angry* that I just sat there steaming. And obviously, it showed on my face because I was just absolutely furious. I was sitting there at a dinner, and my wife was there with me. And after the dinner, as I walked out, Cap Weinberger walked up to me and said, "Lew, you better learn to smile at these events." Because he was up at the head table, I guess, and saw how I was just scowling. I was just ready to stand up and start screaming. And he said, "I think you better learn how to smile at events like this." And I said, "Cap, if I learn how to smile at stuff like this, I'll really be in trouble." Oh, I was angry!

Lage: Was Cap an old friend?

12-00:08:59

Butler: No, but he was somebody I knew. He lived nearby and he was a first-rate state assemblyman. And he later became director of finance for Reagan. I knew him, like dozens and dozens of other people knew him.

Lage: It's interesting that they could put on a program like that, with the expectation that everyone felt the same way in that crowd.

12-00:09:26

Butler: I don't know. But it was horrible. It was a parody. They took civil rights songs and sang them to bad lyrics. Just really terrible stuff. You want to stop for a second? I'll take the dog out. [recording stops & re-starts]

Lage: We're back on.

12-00:09:46

Butler: But the interesting part about Weinberger is that he left the state government, when he was there under Reagan, to come to Washington to become the head

of the Office of Management and Budget. And so in that capacity, I was dealing with him over HEW's [Health, Education and Welfare] budget. And I thought he was *terrible* in that job. He was doing what he was supposed to be doing, which was to cut all of our budgets, but he was doing it in a way that I didn't think was very good. And I had great respect for the Office of Management and Budget. But the thing that really got me is—and I happened to be there when he was testifying [to] this—after I'd left Washington and he had succeeded Elliot Richardson as the head of HEW, he then went up on the Hill to testify to get all the funding for HEW that he had cut when we were there and he was not the head of HEW. And it was just a classic case of someone who took on all the coloration of whatever the job was. And that was true when he got to the Defense Department. They used to say that Cap never saw a weapons system that he didn't like. And he kept a picture of Winston Churchill in his office; he thought he was saving America in the Cold War. So my opinion of Cap Weinberger just went down, down, down.

Lage: The more you saw him operate.

12-00:11:19

Butler: The more I saw him operate and the more— And then, of course, he got indicted over the Iran-Contra affair and the indictment was dismissed. But I was very pleased that he never came back to San Francisco. And strangely enough—and we'll get to that—his great adversary then in the Reagan government was George Shultz, the secretary of state, which is not uncommon for the secretary of state and secretary of defense to go after each other. But it was unusual since they both had worked at Bechtel together, here in San Francisco, in between Republican administrations, and they apparently cordially disliked each other then. And I had met Shultz back in the 1960s, when he was at the University of Chicago and we'd been on a panel together. So somehow or other, my life, on occasion, came across both of these guys. And if you had to choose between the two, I would choose Shultz; but I wasn't, even though I thought Shultz was just an absolutely first-rate secretary of labor—and he was our greatest support in the cabinet, when we were trying to get welfare reform and national health insurance—in the Nixon cabinet.

But later on, when Elliot Richardson had to retire in the great so-called Saturday night massacre, over the Watergate hearings, Shultz made all kinds of private support known to Richardson, but never had guts enough to say anything publicly. Because I always felt, and so did friends of mine at the University of Chicago, that George Shultz's number one interest in life was George Shultz, and he wasn't going to— But now he's a big hero. And I think it's great he's come out for no nuclear weapons. And that's terrific.

Lage: These people keep re-entering your—

12-00:13:29

Butler: They keep popping up. Including George Shultz, who's still popping up at parties in San Francisco because he married—

Lage: Sure. The party gal.

12-00:13:42

Butler: Yes. [Lage laughs] But anyway, back to—

Lage: Back to 1965.

12-00:13:46

Butler: —Ronald Reagan. So that was Republican politics. And because the Goldwater thing was so poisonous to a lot of us, the California Republican League got started, CRL, in early '65. And we were all kind of goody-goody, and we had a big meeting and talked about things that the Republicans ought to stand for—the environment and civil rights. And as a result of that, I met a lot of first-rate people. [Pete] McCloskey and I were both involved in that. By that time, we had the firm of Butler and McCloskey.

Lage: Who else was involved?

12-00:14:29

Butler: Well, it was just kind of a cross-section of moderate Republicans from around here. It was mostly Northern California. I think maybe entirely, I forget. I'd have to look at the letterhead. But the most important part about it was, for me, that I met a guy that I like very much. And his name was Bob Finch. And I didn't know it at the time, but he had been the chief of staff for Nixon when Nixon was vice-president under Eisenhower, and then had come back to California, and he'd run George Murphy's campaigns for senate, which was successful. Song and dance man, George Murphy. When Tom Kuchel had died, the senator. So anyway, I met Bob Finch and I liked him a lot. And it turned out he was getting cranked up to run for lieutenant governor. He'd never run for office before.

Lage: He ran for representative in Southern California, from the district that I grew up in. Maybe he lost the election. I remember the election.

12-00:15:51

Butler: I think he ran, maybe, and lost. I'm not sure. Anyway, he's running for lieutenant governor. And this is all in the wake of while we were away in Malaysia that, of course, Nixon had run for governor, thinking he was going to be a shoo-in, and ran against Communists and drug dealers and got killed by Pat Brown, who actually was a pretty good governor. And everybody thought that was the end of Nixon, remember?

Lage: [laughs] Yes, I do.

12-00:16:23

Butler: “You won’t have Nixon to kick around anymore.” Anyway, so here’s Bob Finch. And so one thing led to another and [at] the California Republican League, we met and told each other how virtuous we were. I don’t think we ever accomplished anything, but we did look around to back good candidates, and Finch was one of them. So a whole bunch of us got involved in Finch’s campaign for lieutenant governor. And he actually got more votes than Reagan in the ’66 election. So he ended up in Sacramento in this job, which he used to say, when he made speeches, “You know how important a lieutenant governor is, when there’s something like only thirty states have one.” [they laugh] The other twenty can do without one. But anyway, it was that connection to Finch, of course, that got me to Washington and got me involved in a whole bunch of other things.

Lage: Because he went to Washington in ’68.

12-00:17:25

Butler: Well, he went to Washington as the secretary of HEW, and that’s when I went with him. But in the two years that he was there as lieutenant governor, ’67 and ’68, then I did all of this stuff with him, which we’ll get to. But also, I was just messing around in other kinds of Republican politics. Looking over the files just now, I realize that actually, I was sniffing around to run for the assembly; that came to nothing. And when George Moscone got to be mayor, somebody recommended me for appointment to the board of supervisors; that came to nothing.

Lage: To take his place on the board.

12-00:18:11

Butler: Yeah.

Lage: Now, that’s something that didn’t stand out in your memory too much, because you just sort of discovered it in your papers this morning, right?

12-00:18:19

Butler: Yeah. I think it’s because to the extent that I had any ambitions for political office, one, they were never realized; and second, I had concluded that that’s not what I ought to be doing; and third, I think the most important thing is they were all a flop [they laugh]. And so why remember a flop?

Lage: Were people like McCloskey urging you to do this?

12-00:18:43

Butler: No, no. The McCloskey thing—Well, we’ll jump over Butler and McCloskey to McCloskey’s campaign, because that was the next big—

Lage: Okay, since were talking politics here.

12-00:18:55

Butler: That was the big political thing.

Lage: And that was '67, right?

12-00:18:59

Butler: '67, November. And in '66, when we still had the law firm, Pete had made noises about running against the incumbent Republican congressman. Now, Republicans aren't supposed to run against Republicans. People forgot about that after McCloskey got elected, because a Republican ran against him in the primary every time. But anyway, Pete was persuaded that that was disloyalty to the Republican party. Probably persuaded, too, that he wasn't going to beat Younger. But anyway—

Lage: Evelle Younger, was this?

12-00:19:41

Butler: Evelle Younger. Nothing happened about that. Younger was a terrible congressman. But he came from a pretty safe seat because in those days, the Peninsula—the district ran from Daly City down to San Mateo and Palo Alto—that was a pretty conservative part of the world, not what it is now. So Pete said he wouldn't run. Well, then Younger up and died in '67. And that meant, since it was an off year, you had to have a special election. So it was a free-for-all. And our great mutual friend, Al Schreck, convened us all in a big dinner and said, "Pete wants to run, and will everybody support him?" So we all got up and told McCloskey what a jerk he was [they laugh]. Actually, it was very funny. Everybody'd been drinking quite a bit, I think. But one of his good friends said this is a little embarrassing, because he was just announcing *he* was going to run for the seat. Complete false, drink-induced statement.

Anyway, we had this dinner and McCloskey was off and running. And Al Schreck, his great friend, was to raise all the money. And it ended up it was sort of Schreck—who was a very good friend of mine, too—Schreck and myself would organize the campaign. Well, McCloskey had told Cap Weinberger that if Cap ran—and Cap had made noises about running—that he wouldn't run.

So McCloskey and Schreck and I got together in San Francisco on a day that Weinberger made a noise that he *was* going to run. And then the question was, we had raised— We'd hit up everybody in the room, in this dinner, for a thousand bucks. I think we'd raised about ten- or fifteen-thousand dollars. Schreck had pitched in five, which was huge. And what were we going to do? We'd already spent six- or seven-thousand dollars on a campaign that was about to be ended. And nobody had paid in their money yet, including me. And so we got together for a drink in downtown—we were right near Jackson Square in San Francisco—and we were trying to decide what to do. [laughs] So of course, we had a drink. McCloskey doesn't drink very much; Schreck and I have been known to have a little more. And then we had another drink.

And we kept talking about, what are we going to do? But by the second drink, [laughs] we had decided what we were going to do. I don't know if this is appropriate for the Bancroft Library, but I remember exactly what we said in unison, which was, "Fuck Cap Weinberger." [Lage laughs] And then we all started laughing, in our whiskey-induced strength, and sent McCloskey off with a bunch of dimes to put in a pay phone to call up Weinberger and tell him, "Sorry Cap, but I'm running no matter what you do."

Lage: Was Cap Weinberger part of this California Republican League?

12-00:23:10

Butler: Yes, but I don't remember—

Lage: He was thought of as sort of a member.

12-00:23:13

Butler: He was of that ilk, but I don't remember him having a major role in it. But he could very well have had. He had run for attorney general of California and lost, and had a big campaign debt, and that had kind of soured him on elective office, I think. But anyway, Cap didn't run and McCloskey did. And so did ten other people, including a jockey from [laughs] Bay Meadows. And everybody was in there.

Lage: Now, what about Shirley Temple? I thought he ran against Shirley Temple.

12-00:23:43

Butler: Well, that's the whole point.

Lage: Oh, okay, you're getting to that.

12-00:23:46

Butler: There was one person in the race that everybody knew; that was Shirley Temple. Nobody knew anybody else. And there was a very good guy that was a friend of ours, named Bill Draper, who later had a very distinguished career. And his father, General Draper, was the pioneer of family planning in America, and his son's a big venture capitalist now. But anyway, Bill Draper was going to run. So McCloskey, who had become sort of in public notice because he had been the attorney fighting the overhead power line to go to the Stanford Linear Accelerator— And it was going through the town of Woodside, and there's this big, ugly overhead power line. The town of Woodside, being very precious, didn't want it. So McCloskey became attorney for the town of Woodside, and he beat the PG&E [Pacific Gas and Electric] and the Atomic Energy Commission that wanted to put in this power line.

Well, it was a complete humiliation. The case went on appeal and he still won. And it was such an embarrassment, not just to the PG&E and the federal government, that the congressman who was in charge of the atomic energy

committee of the Congress, whose name I now forget, he rushed through a bill in about three weeks in the Congress, exempting all US atomic energy installations from any state regulation or any local regulation. Well, that meant that the power line could be built, although they then had to modify the design of it to make it look better. But it's still there, running to the SLAC. But anyway, McCloskey had gotten a lot of public attention because of this *very* public fight. By the way, that law turned out to be, later, just a complete disaster, and I think it's been modified. Because it meant, for example, that the state of Washington couldn't make any rules to clean up the Hanford atomic installation, which is leaking radioactive materials into the Columbia River. And it's *the* greatest Superfund problem in America. And this piece of legislation, designed to combat McCloskey, [chuckles] turned out to be—

Lage: I'm surprised McCloskey didn't do something about it.

12-00:26:20

Butler: They hit one mosquito and about 500 elephants, when they fired their new law. But anyway, that made McCloskey a big deal.

Lage: So he was as well known or better known than—

12-00:26:36

Butler: On a small scale, at least, his name was better known in the Palo Alto area and around. But still, when we did a survey, only something like 5 or 10 percent of the people had ever heard of McCloskey. So the issue was, how could we get McCloskey heard of? Because later on, we discovered that if anybody knew about McCloskey, eight or nine chances out of ten were that they'd vote for him. But they just didn't know anything about him. In the meantime, Shirley Temple was the shoo-in. So it went on that way. And we raised money and did a lot of— I was in charge of volunteers. We closed down Butler and McCloskey and I organized the volunteers. We thought we were so inept and inefficient we couldn't believe it. What we didn't realize is that with all of our problems, that we were running just a classic grassroots, almost now [Barack] Obama-like campaign, where we just had a thousand people out on the street on a Saturday, with folders showing that we've identified this person as that they don't like McCloskey, so don't call on them; but here's one, when the time comes to get out the vote, get that person out of their house.

Lage: Ah. So you were really doing that kind of organizing pretty—

12-00:27:57

Butler: Well, we did all that organizing. And we all walked those precincts ourselves. And on election day, which was November—because the special election was the only election that day—we all walked precincts. My wife and I walked a precinct in Daly City. I remember getting a lady in a pink bathrobe, dragging her out of her house [laughs] and making her go down and vote in her bathrobe. But anyway—

Lage: You had a lot of local support down in Palo Alto area, from what I understand.

12-00:28:28

Butler: Oh, yeah, we had huge numbers of volunteer. All of our friends, all of Pete's friends, everybody. It was the great cause. And let's face it, we all had a really good time. I made the deal with Schreck that if I closed down the law firm, I wouldn't have to pay my \$1,000 pledge to the campaign, because I didn't have a thousand bucks. So we did that. And we did everything. And we had a professional running the campaign, a guy named Sandy Weiner, who was basically a completely unscrupulous character, who we later found out hid bills in the top drawer, and when the campaign was over, presented us with bills we never heard about, that we had to pay. But he was a smart campaign manager. We came up with a really stupid campaign ad, and Ry Kelley, who was one of the big guys in the campaign, he and I went out on the street in Menlo Park or Redwood City, I guess, to test this ad. And we showed it to people on the street and said, "What do you think the ad said?" And they'd look at it and they'd say, "Well, it looks like an ad for Shirley Temple." [Lage laughs] Because we were trying to make sure it was a two-person race, McCloskey versus Shirley. So we had Shirley in the ad. Well, that took care of Shirley.

Lage: You didn't run that ad.

12-00:29:46

Butler: No, we didn't run that ad. But we raised money for television. And Schreck raised \$300,000! The most ever raised for a congressional campaign at that point. Because the only way to get McCloskey known, really, was to get him on television. And the television is Bay Area-wide television, so you're paying to reach ten people when only one of them can vote for McCloskey.

Lage: Did he do any knocking on doors himself, or that kind of thing?

12-00:30:18

Butler: Pete campaigned everywhere. Especially in Daly City, because that's where his grandfather had lived. And we used to let him go because we told him that if he went to Daly City, he wouldn't— Excuse me, not Daly City, Pacifica. That's where his grandfather lived, in what is called the Castle, in Pacifica; it's still there. And he'd go off to Pacifica and campaign, and we'd say that was fine because he couldn't cause trouble somewhere else. He was a fabulous campaigner, but he would campaign all night long. The classic story was he went into a bar in Colma. Now, Colma's the cemetery headquarters. Nobody lives in Colma. But the cemetery workers, I guess, used to go to this bar that's still down there. And so McCloskey's campaigning in a bar in Colma at eleven o'clock at night, and some guy who's had too much to drink insults him. And I think Pete took a swing at the guy, I forget. [they laugh] It was all kinds of stuff going on. But that was it.

Lage: And what was his main focus? Was it the environment?

12-00:31:24

Butler: His main focus—and I should’ve mentioned that at the start—the whole deal was the Vietnam War.

Lage: Okay, Vietnam War, not the environment.

12-00:31:31

Butler: It was, this war is illegal. And McCloskey, a very thoughtful lawyer and a great reader, had actually taken off, against our will, something like four weeks in August—nobody campaigns in August, but he just didn’t campaign either—to do research on the Vietnam War. And he’d come up with a lawyer’s view of the war, which was that it was illegal. And later, when he was in Congress, he’d fought the Gulf of Tonkin Resolution, which had turned out to be a fraud anyway.

Lage: Was that the basis of his—

12-00:32:09

Butler: Yeah, but that he thought that the senate had to declare war. And I forget exactly what the brief was about, but he just basically campaigned against the war. And I remember telling him, I said, “Pete, I’m against the war, too, but this is going to kill you in this campaign.” And he said, “I don’t care. This is one of the worst things the United States has ever done. And if I can’t get elected to office fighting this war, I don’t want to get elected.”

Well, of course, he was right, I was wrong. I was just chicken. I was into the conventional wisdom. Well, it turned out we later discovered that maybe 80 percent of the people in the district that had voted for McCloskey disagreed with him on some issues, most of them on the Vietnam War, but they voted for him because they thought he was such a fighter and a person of such integrity because he would never back down about any of this stuff. And of course, he had this fabulous war record with the second medal you can get behind the Congressional Medal of Honor, the Navy Cross—in the army, it’s the Distinguished Service Cross—for bravery in bayonet charges in Korea. So he was a war hero. And people’s memory of the Korean War wasn’t that— It had stopped in 1953, and this is only fifteen years later. Fourteen years later. So anyway, that was the campaign.

Lage: Well, I always have heard about that campaign, that it had a very strong environmental focus.

12-00:33:55

Butler: I’m sure that was part of it—

Lage: And environmentalists were part of—

12-00:33:58

Butler:

—because Pete and I were environmentalists. But the central issue in the country at the time was the Vietnam War. And I think that's what the campaign was decided on. Meantime, all kinds of people from Stanford— There're people in the state senate now, like Lois Wolk, who cut their teeth in McCloskey's campaign as a young student. Becky Morgan got started in that campaign, she told me the other day, and ended up as a state senator. But anyway, it was a crusade.

Lage:

Yeah, a crusade, that's a good word for it.

12-00:34:38

Butler:

And then when time came to get the money, the main thing I remember is that Al Schreck called me into an office in San Francisco, the office of a friend of ours, and he said, "You've got to call Dan Koshland," because he knew I— Dan had given us some money. And Dan was certainly the richest guy we knew, or I knew, in politics. And I said, "You've got to call Dan and ask him for money," because Schreck said, "We've got to raise at least 100,000 more dollars for television." So he forced me to call Dan Koshland, who was the retired president of Levi Strauss. And I said, "Dan, I want to thank you for the—" He'd given us \$200. And I said, "But we've got a real problem. We think we can beat Shirley Temple if we get enough money for television. But it's going to cost a fortune and we need to raise at least \$100,000." Turned out to be 300,000, of course, or 200,000 for the television. And I said, "I'm just wondering. Do you think we can raise this money and beat Shirley Temple?" And he said, "I don't see any way in the *world* you could raise that money or beat Shirley Temple." And I said, "Gee, yeah, that's what I'm worried about." And he said, "But I'll give you \$5,000." [they laugh] And I went, "\$5,000?"

I remember this very well because we've talked about it so much. And Al Schreck, who was sitting where you are right now, across the desk, goes, [whispers] "Ask him for ten!" [they laugh] Now, you know why Schreck is the greatest fundrai— He kept McCloskey in office for fifteen years and raised all the money for his presidential campaign. Greater fundraiser I've ever known. Well, there was no way I was going to ask Dan Koshland for \$10,000. He already was giving me five, ten times what I would've expected. I was hoping to get to \$500.

Anyway, the election comes, of course. All of the national media, the television networks come out, because America's sweetheart is going to become elected to Congress. And they're all down and she's having her victory party at a hotel by the airport. We're having our victory party, which I thought maybe would be a defeat party— I think it either was the same hotel, or certainly was nearby. By the way, the last few days of the campaign, we'd done a poll and it looked like McCloskey was within 1 percent of Shirley Temple. And by this time, the other nine candidates had disappeared. I think the most they ever got was four- or six-thousand votes. And so Schreck came

to me and said, “Ry Kelley thinks we ought to borrow \$20,000.” I said, “Well—” But he said, “We’ve been running this campaign on a budget.” We didn’t spend any money that we didn’t have.

Lage: Except the part that was hidden in Sandy Weiner’s top drawer [laughs].

12-00:37:57

Butler: Yes. We later had to raise money to pay those bills. [laughs] And he says, “And Kelley wants to run a full-page ad in the *San Francisco Chronicle*,” which is distributed throughout the district. And we had bought space in the *Chronicle*. McCloskey’s the most photogenic guy in the world. And we had something called “Mt. Rushmore,” a portrait of him, about like this, with a scar down his cheek like he’d been bayoneted in Korea. Turned out a dentist had done that in Camp Pendleton. But anyway, you never saw anyone more photogenic or better on the stump, speaking. So Schreck said, “I don’t want to spend the money,” and I said, “I don’t either.” And he said, “You know, if Pete loses, who’s going to be blamed? You and me.” I said, “Well, we’ll just have to skip town, but let’s not borrow any money.” So we get to the election night. And Sheana and I are driving in our car. And since it’s the only election around, the returns, results came out very quickly. And it’s about eight-thirty, because we’d been getting the vote out till eight o’clock, when the polls close. And we’re driving to the airport. And I forget what percentage, but like 5 or 10 percent of the vote, McCloskey is *killing* Shirley Temple. [they laugh] So we don’t know what to think about this, this is some freakish Palo Alto precinct; maybe it won’t— Well, we get there, and by the time we arrived and within the next half hour, he has killed her.

Lage: So it was a decisive victory.

12-00:39:35

Butler: He got roughly 50,000 votes, and she got 30,000. It was a complete humiliation. And at that point, the national press that had come to put Shirley on television, the networks all want to come interview McCloskey, the mystery man that’s beaten America’s sweetheart. And I must say, the one thing I thought Weiner was really good at, he told them, “Screw you guys. You wouldn’t pay any attention to us. You came out here and photographed Shirley for the last two weeks, while she was running for office. You never paid a bit of attention to us. We went after you. The hell with you. You sit there and cool your heels.” And he made them wait about an hour before they could come in and interview Pete.

In the meantime, we’re all going nuts. And not the smartest thing in the world, one of the members of our group, to be unnamed, told the bartender that all the drinks were on the house. [laughs] So we ran up a bar bill of a few thousand dollars. [they laugh] Can you imagine free drinks at a victory party? And Schreck, I think out of his own pocket, paid that bill. But the one thing I remember about the victory party is that I went up to Dan Koshland, who was

by himself, standing in a corner. And Dan was in his seventies, at least, then. He's certainly the oldest person in the room by twenty years or more. And I said, "Dan, what in the world ever made you think that we could beat Shirley Temple and give me the \$5,000?" He said, "It never occurred to me that you'd win." Which I guess is what he'd said when— And I said to him, "Why did you give us the money?" And he said, "Well, I knew how much it meant to you and Pete."

Well, I started to cry. [they laugh] I'm a terrible crier. And so I'm just watering at the eyes because Dan is the greatest— Here's my greatest hero in the world telling me that he wasted 5,000 bucks on Pete and me, just because he thought we were trying to do the right thing. Then he explained, actually, that when we was a young man, he had gone to the Willkie convention in Philadelphia—a friend of mine recently wrote a book about this—in which they chanted from the stands, "We want Willkie" and they got Willkie nominated. And he was a big Willkie guy. And he was working in those days in New York, I think. He said he remembered how much it meant to him when they had stampeded the convention for Willkie. And he just thought, well, I was the same age that he was at that time, and he ought to support us. Anyway, so that—

Lage: Great. How did you know Dan Koshland so well?

12-00:42:45

Butler:

Well, maybe that gets us to the next thing. We've got pieces of this. Among the other things I did in this period of 1965 through '68— I was trying to make a living doing stuff that I cared about. And I had a good friend—well, not a close friend, but somebody I knew, married to someone who I'd known all my life—named Dick Cornuelle. And he had written a book on—I forget the title; it's right up here in the bookshelf—on how the independent sector could save America. And that was not government. This was sort of the conservative's answer to big government, to the New Deal, and to Lyndon Johnson; that American business and so on would get together and do all of this. And we can go over it later, but I'd helped him with a project. He was actually paying me as a consultant, quite against the views of a lot of people that were working with him, because who the hell is this guy? And I had ended up helping him start a project in Indianapolis to find jobs for low-income blacks, and had recruited Charlie Pinkus for that job in the Peace Corps and all of that, and had gone around with him, around the country doing stuff like that. And he then became the vice-president of the National Association of Manufacturers, which of course, in the New Deal days, was *the* great Roosevelt enemy. The anti-union, anti-everything organization. Well, he had infiltrated the National Association of Manufacturers, which was basically a wholly owned subsidiary of General Electric in those days.

Lage: Oh, really? That's—

12-00:44:41

Butler:

In New York. And he was their vice-president. No, he— Yeah. He wasn't the president. He was the vice-president. And in that capacity, he had decided he wanted to try to have the NAM do all of the things that he'd been trying to do through his own private organization—the name of which, of course, I can't remember. So he hired a guy named Wright Elliott to help him do that, who later helped me with national health insurance, when we were in the Nixon administration. And Wright said, "Can't you get somebody in California to sponsor some good deed by a corporation?"

Well, at that point, I had met Wally Haas, because his son Bob Haas was in the Peace Corps, and a mutual friend had introduced us. And I'd liked him a lot and I went to see him. He was then the president of Levi Strauss because Dan Koshland, who I didn't know at all, and his father, who I knew about, Walter Sr., had stepped down and turned the company over to the two sons, Wally and his younger brother, Peter. I didn't know Peter then. So I got to know Wally and I would see him. And so I went to him and said, "I know you've got this plant out in Valencia Street, where you make Levis. And I was wondering—" And at that point, I forget the sequence, but I was on the board of Arriba Juntos, which was a— I was going to say Mexican American, but the Mission is basically Hispanic Americans, Latino Americans, because Mexicans were in the minority, and still are, in the Mission District. But anyway, I was on the board of Arriba Juntos, and I'd met Herman Gallegos, who was a great crusader for Latino stuff and had been a partner with others in the farm workers and a whole bunch of stuff, but basically was doing urban stuff.

And so I knew something about this plant, and knew that they employed Latinos. And I said, "What would you think about putting teaching English as a second language into the plant as a program? I'll raise the money for it; you have to put up the facilities and all of that, and the National Association of Manufacturers—" And this was a manufacturing plant; they were making Levis. So he said yes. And it turned out he was very honest about that. He said, "We're having problems in that community and some labor problems and so on." And he said, "I'd *like* to do something for our workers." So I arranged for it and we got someone, a contractor that thought they knew how to teach English as a second language, and I went out to the plant and sooner or later, we got this program started.

Lage:

Was it for his workers or for the community?

12-00:47:59

Butler:

For the workers. Entirely for the workers in the plant. And the workers were all women and they were all sewing machine operators. And I was warned about this. They said, "This plant may be a little bit of a shock to you." Well, it was my first venture into what now must be the kind of plant you see everywhere in China, Malaysia. The shirt I've got on today was made in

Malaysia. But I knew nothing about clothing plants. And they're going—*eeh*—like this, and putting the red patch on the Levi pocket and doing everything. Well, everything they said was right. It's *unbelievably* noisy. I think it's piecework. And so there's a tremendous pressure on the women to just sew as fast as they can. It's a *very tough* job.

So anyway, if they wanted to learn English— And most of them were in there because they didn't speak English; that's the only job they could get. If people wanted a household servant, they wanted somebody, probably, that could speak English. So we had the program, and along the way, in the middle of this program—I would go there at night to see how it was going, and there was an older man there that had retired from Levi's and who, somehow I had figured out, was the retired plant manager. But he was very nice, and he came and would offer to give rides to the women, home, because it was dark when they'd finish the class. And there was also a young guy there that was a Latino in the Mission District, kind of a community organizer, who was getting, I later found out, his degree, a PhD in education at Berkeley. So they were both very helpful. And all I knew about the old guy was that his name was Dan. Well, one thing led to another, and I was down at a friend's house. I think I maybe went over this before?

Lage: I don't think so.

12-00:50:04

Butler: I was at a friend's house in Burlingame for lunch one day, and we swam in the afternoon, and I was leaving, and Dan walked in. And he said, "Lew, what are you doing here?" Because I had spent a fair amount of time with him, and I'd gone, actually we'd gone to a meeting at Levi's to evaluate how well the program was going, and he'd been at the meeting. I didn't know he had an *office* there. So he said, "What's your last name?" And I said, "Butler." And he said, "Like Vincent Butler?" And I said, "Yeah, that's my brother's name. Well, that also is my father's name." He said, "You know, your father was a friend of mine." And I think it was in the days when there'd been a beginning effort for Jews and Catholics and others in town to get together in the Family Club. I think that's where it came from. And I said, "Well, Dan, what's your last name?" He said, "Koshland." Well—

Lage: [laughs] Then you realized.

12-00:51:05

Butler: Well, I'm not even sure I knew, but I think I knew that Koshland was something important. And then I began to find out this, and I would go to him for advice about stuff and we did a lot of stuff together. I forget. It was really later on that we— Well, no, I guess it was during that two-year period. I saw a lot of Dan, We would have lunch together maybe once every month or six weeks. I'd call him up or he'd call me up. I could never pay for the lunch. I remember that very well because at the time, I was a member of the Bohemian

Club. And I finally figured out that's the one place, because he wasn't a member, that he couldn't pay for the lunch. And so I called him up and invited him to lunch and said, "We'll go to the Bohemian Club." And he said, "Lew, I'll go anywhere with you in the world *but* the Bohemian Club." Because it had discriminated against Jews.

Lage: And did it still, at that time?

12-00:52:04

Butler:

Oh, it still did at that time. And so we went to lunch somewhere else, and a little bit later I quit the Bohemian Club—not then, about three years later—for another good reason. But that was my beginning to think, what the hell am I doing in that place? But anyway, that was Dan Koshland. And he became my great hero and mentor, and most of the stuff I was then doing, I'd go to him for advice and help. And the McCloskey campaign was part of that.

And when I got back—Well, just to skip way ahead, when I was coming back from Washington and there was this big flurry—small flurry, to say the least—started by Herb Caen, that I should run for mayor against Joe Alioto and come back from Washington; and Caen had run three or four articles about this, I think prompted by friends of mine, I don't know. I think Howard Nemerovski's probably the villain about the whole thing. And I got the fat head. And so in about March of '71, I came back. And Schreck organized the same kind of dinner we'd had for McCloskey, and I was going to run for mayor, and they were all going to support me. That was Friday night. By the way, Pete arrived at the dinner and typically [laughs], upstaged everything else. He'd made a speech that day at Stanford University, calling for the impeachment of Richard Nixon *over the war*. This is before Watergate. And of course, that infuriated every Republican in the world and made McCloskey— He loves that stuff. And he was right. They got Nixon on other grounds.

But anyway, that was Friday night. And Saturday morning, I went to get advice from Dan Koshland. And I said, "Dan, you've seen all this hullabaloo. Herb Caen's running me for mayor." Because Caen really didn't like Alioto. And I was to be the sacrificial lamb, I think. But I was so fatheaded, I thought somehow I could beat Alioto. I had no more chance of beating Alioto than I did of flying on my own. And so Dan basically said, "Lookit, I'm supporting Alioto, I'm raising money for him. This is the worst idea I've ever heard. He'll kill you. This is a tough town. The unions will get you. You're just too naïve. This is just a *lousy* idea." And right then, that was enough. I decided I wouldn't run. And as I was going out— It was in his office on Saturday morning, down at Levi's, the old Battery Street office. I thought we'd gone over it.

Lage: No, no, we haven't talked about this.

12-00:55:13

Butler:

Anyway, as I was leaving his office, he came up—I said goodbye and got up. And it turned out he got out of his chair and came behind me and put his hand on my shoulder. And he said, “I’m sorry to—” something like, “throw cold water on your plan. But,” he said, “If you do decide to run, I’ll chair your campaign [Lage laughs], and I’ll raise all the money.” [laughs] Well, then of course, I start weeping again. I don’t know why I get so weepy with Dan Koshland, but he kept doing these things. And I said, “Well, Dan, let me think about it.” So that evening, I went to dinner at Howard Nemerovski’s house.

Lage:

Now, who’s Howard Nemerovski?

12-00:56:04

Butler:

Howard Nemerovski was a friend from Pillsbury, later started his own law firm. And it was Howard and Prim something-something and Nemerovski. Still a very, very prominent firm. He and Denny Rice left Pillsbury to do that because they didn’t think Pillsbury— They were enterprising, very good lawyers and wanted to have their own law firm and not be in this old, stodgy place. And he’d been chairman of— he’d been a White House Fellow with John Gardner. I had helped him in that regard. And so anyway, he was a good friend and we did stuff together. I remember going around San Francisco with him when I got back, saying “Nemo, tell me what’s going on in this town.” We went to places like Hunters Point, where suddenly the riots were breaking out and all that. So Nemo was a very good friend. Still is, although I don’t see much of him.

But anyway, I went to his house for dinner, and Art Hoppe was there for dinner. One of the nicest guys that ever lived. And Art Hoppe, of course, was Herb Caen’s colleague and great friend at the *Chronicle*, and tennis partner and all that stuff. And I didn’t know Art well, but I knew him because it’s a small town. And in between, I’d gone to see my uncle, retired general Fred Butler, who had been the head of the airport here when they moved Mills Field out to what’s now SFO. And he was there because he’d been in the Corps of Engineers, and the manager of the airport had quit. But in that job, he knew quite a bit about city hall. Terrible politician, to his great credit. [they laugh] But a wonderful man of unbelievable integrity. And of course, he’d been one of my two fathers. So he’s retired, he’s out in Sea Cliff at his house, and I go to see him. And he said, “Do you really want to get involved with city hall?” He says, “That’s a tough place.” He didn’t say don’t do it. But by the time I got to the dinner, I’d decided this was a really bad idea, and I just had the fat head and was flattered and all that.

So I said that to Nemo because I’d suspected he’d been the one behind it in the first place. And Art Hoppe was there. And Art gave me the best advice I ever got. And he said, “Lew, the first person to know that you’re not doing this has to be Herb Caen. Because if he finds out that you pulled the plug on this idea, and he doesn’t know it, he’ll kill you.” And I said, “So what do I

do?” He says, “Here’s his private home phone number. You call him.” So I did. And I think I called him either Sunday when I got back to Washington or Monday, and told him—which is partially true, but not the real reason—that I was going to stay and keep working on national health insurance, which we’d finally gotten the president to support, and I had to work on the regulation of health insurers to go with the package, and therefore, I wasn’t going to come back and run. So Caen ran a straightforward article to that effect, and that was the end of it. But that will tell you about Dan Koshland.

Lage: Yeah, I’ll say. Well, that—

12-00:59:41

Butler: So that was my last political outing, except when George Moscone was killed and Harvey Milk, and Dianne Feinstein became mayor. And of course, they had to have a replacement for her on the board, and I guess a replacement for Milk. But anyway, they were looking around for someone to replace Dianne, and someone suggested, would you take the job? And at that point, I thought the city was in such trouble that— It was going to be an appointment. I wouldn’t have to run, and maybe I could help because the city was just in tatters. But she was smart enough not to appoint me, and wrote me a nice letter saying thank you for being willing to serve. They must’ve had fifty names and I probably went out in the first cut, when they went down to twenty-five.

Lage: We have to stop here.

[End Audiofile 12]

Begin Audiofile 13 01-08-2009.mp3

Lage: Okay, we’re starting on tape thirteen. Still session five, still January 8, 2009. So we kind of covered your forays into politics.

13-00:00:15

Butler: Well, my unsuccessful [laughs] forays in politics. But during that three- to four-year period, up through the middle of ’65, I was doing that Peace Corps stuff. I think we talked about Prop 14 and all of that. But starting in the fall of ’65, I was basically involved in— Well, the way I was trying to make a living, primarily, was the law practice that was Butler and McCloskey. Pete had a very successful practice in Palo Alto. This was just basically to accommodate me.

Lage: So then did he open another practice?

13-00:01:04

Butler: No, we just did good stuff together. I had a one-room office down on Bush Street, that was roughly connected with a law firm and a very nice man named Vincent Cullinan, so I could use sort of the facilities of his office—Xerox

machines and things like that. And this was an office one floor down in the same building, 100 Bush Street. And I had a letterhead printed up, Butler and McCloskey. And then we put two friends on the letterhead, of counsel: his brother-in-law, Charlie McClung, a wonderful lawyer in southern California, and his and my great friend in Eureka, Bob Janssen.

Lage: And was this to make the firm look more respectable?

13-00:01:53

Butler: Yeah, we made it look— It said, “Of counsel, Clayton R. Janssen and Charlie McClung.” And then I spent money on getting a—I’ve still got it—a nicely engraved plate where we could stamp the stationery, so we would look like we were something reasonably solid. In fact, of course, it was no more than a shoestring operation. Butler and McCloskey *never* made money. *Ever*.

Lage: But was that your intention? Was this the way you were going to support your family?

13-00:02:28

Butler: Yeah, I was hoping— Well, the intention was for me to— At that time, I still entertained the belief that I could be a lawyer. In fact, the only real lawyer at Butler and McCloskey was McCloskey.

Lage: Now, are you being too modest?

13-00:02:48

Butler: No, no. Mostly what we did was political, anyway. We would file lawsuits—and typically, Pete would draft the complaint—but nothing ever went to trial. We were just trying to cause trouble. The big lawsuit—and I’m not even sure we ever filed it—was about Redwood Shores. That was the first big deal that we got involved in. Because of the PG&E line that Pete had been fighting, there was a growing group of environmentalists down on the peninsula. And one group wanted to fight a development in the tidelands out there. And those fights are, by the way, still going on now, forty years later. Foster City had been built and they didn’t want any more Foster cities. And so we were hired by whatever the citizens group was.

Lage: Was it Save the Bay or another—

13-00:03:53

Butler: No, Save the Bay, that came later, and I was the attorney for Save the Bay. But no, this was a citizens group in Redwood City. Citizens against Redwood Shores, I forget the name. So Pete drew up a complaint. And he always claimed that he got the idea from his father—his father had been a good lawyer, but a man with, apparently, a serious drinking problem—that if they shut off one of these sloughs—because when you look from the air when the airplanes are coming in, those sloughs are winding all through where the salt flats are—that those are public waterways; and that the State Lands

Commission owns the bed and banks of the stream; and that if they close those down and let somebody fill in the slough, that would be a gift of public land for no compensation, not a sale, and therefore, unlawful.

Lage: And that was Pete's—

13-00:05:06

Butler: So that was the basis for our lawsuit. And it turned out to be brilliant. I had nothing to do with it.

Lage: Did it rely on the public trust doctrine?

13-00:05:18

Butler: At this distance, I can't even— But the answer is yes, kind of, I think. That doctrine had been used for the Port of Oakland, the Port of San Francisco, all that kind of stuff. And later, with the—I'm sort of now vague on what the public trust doctrine really did. But basically, it was a gift of public land. Now, at this juncture, I can't remember whether ever we really filed the lawsuit or not. I think we did. But if we did, Pete did it. And then the matter went before the State Lands Commission. And just about that time, the election was held, in 1966, and the composition of the officials in Sacramento changed. Reagan got elected, Finch got elected. Now I've got to stop it for a second so we have a—

Lage: We can think here. [recording stops & re-starts]

13-00:06:30

Butler: So the election is held. The State Lands Commission was composed of the director of finance of the state, the lieutenant governor and the state controller. And the state controller, by some tradition, was in charge of it. And Alan Cranston was the state controller.

Lage: And he was from that area.

13-00:06:59

Butler: He was from that area. And we later found out Alan had one great weakness. He was a big hero later on, on nuclear arms stuff with me, when I used to meet with him. But he had, in those days, one big weakness which got him in trouble continually, and that was campaign finance. Remember he was all entwined with Keating in the Lincoln Savings and Loan. Anyway, he—

Lage: And as controller you have—

13-00:07:25

Butler: And clearly, Alan had taken significant money from this developer. Campaign contribution.

Lage: Who was the developer? Was it Leslie Salt?

13-00:07:35

Butler:

No, I think the name was Redwood Shores. I don't know who the big money was behind it. Pete knew. So it was clear that it was going to go sailing through the State Lands Commission, except there was an election. And it appeared, a day or two after the election, and the only Democrat that had survived in statewide office was Cranston. Hugh Flournoy had run against him. And Hugh Flournoy had run because, I later found out, that within half an hour to go in the filing, Jack Veneman had gotten ahold of him and said, "Come on, Hugh. Bob Finch is running for lieutenant governor; we'll run you for controller." And I think there'd been some drinking involved in that one, too. [they laugh] But anyway, Hugh Flournoy had been on the ballot and had campaigned. But it looked like Cranston was going to win. But four or five days later, Cranston had lost and Flournoy had become state controller.

Well, meantime, the State Lands Commission knew—I don't think we'd served them with a copy of the complaint, but we'd caused a lot of trouble in some way or other; I forget exactly. Well, McCloskey, mostly. And so Cranston knew that since he was losing his job as the head of the State Lands Commission, that he'd have to hurry up and push this thing through if it was going to go through. But it never happened. And we thought, well, Cranston gave up. What I didn't know until two years later, when a deputy attorney general who was the lawyer for the State Lands Commission told me, was that Cranston tried to have, essentially, a secret meeting of the State Lands Commission and approve this thing, and that this lawyer had stopped it on the grounds that he wouldn't certify as to the legitimacy of the meeting. I assume that was true. But whatever the case was, Cranston was out of office, and we were then before the State Lands Commission, which was then populated by our friends Bob Finch, Hugh Flournoy and Cap Weinberger, the director of finance.

Lage:

All Republicans, which is kind of ironic—

13-00:10:14

Butler:

All Republicans. And so McCloskey and I are very confident and all. And at this point, I can't remember what happened. But basically, I think what happened is that we had got the title company so scared about insuring title to houses on land that maybe somebody shouldn't have built on that we screwed up the titles of all of these bay lands. And that turned out later, when someone started doing development down by San Jose, we had just screwed up— All the title companies were leery because somebody might bring this lawsuit. Because we never prosecuted the lawsuit, whatever we did. But in the meantime, we thought we were going to do fine with the State Lands Commission. And this particular matter, in my recollection, never came to a hearing. But as time went on, and after McCloskey left for Congress, I became the lawyer for the Save the Bay Association, and I said— And we were trying to fight the development to extend the runways for the San Francisco airport. By that time, the BCDC was around there. But I said, "We can appear before

the State Lands Commission. These are all friends of mine.” Well, I got killed. I forget the details of what it was, but—

Lage: Killed in front of the State Lands Commission.

13-00:11:35

Butler: Oh, yeah. All these friends of mine voted no on Butler, whatever it was.

Lage: Well, one of the big lawsuits there had to do with the West Bay Development, whether they were going to take off the top off of San Bruno Mountain.

13-00:11:46

Butler: That had come earlier.

Lage: Oh, it was earlier?

13-00:11:49

Butler: And that was the one that helped the Save the Bay Association pass the Bay Conservation Development Commission. The Rockefellers, I forget which one—were going to take down a big hunk of San Bruno Mountain and stick it in West Bay. All the stuff that airplanes now fly over when they’re landing over Coyote Point and all, all that was going to be houses. And thanks to Mike Heyman, later chancellor of UC, who was their lawyer— Mike told them that they could zone the bay, and zone it for oysters only or clams only, but you couldn’t fill it. So basically, BCDC came into existence and Mel Lane and all the wonderful people, Joe Bodovitz, made it happen. And at that point, McCloskey had gone to Congress and I was the attorney for the Save the Bay Association. And it was the same thing. I went down to appear before the BCDC to argue against extending the runways, and Mel Lane sat there with a kind of sort of— I wouldn’t say sad-looking, sort of a very benevolent, understanding view, like, I know you’re paid to get up and do this [laughs], but you know you’re going to lose because we’re not going to stop the airport from expanding. So I lost. But the wonderful women kept saying, “We don’t care. We’ll lose every day, but we’re going to fight. There’s not going to be one foot of that bay filled in that we’re not going to fight.” So anyway, that was—

Lage: How did you become lawyer for Save the Bay? And what did that entail?

13-00:13:44

Butler: Well, it entailed doing what I just described.

Lage: I mean were you lawyer for all of their—

13-00:13:50

Butler: Well, I forget. But there weren’t that many people, lawyers, working on the environment then. And I think I had offered to help them as a volunteer. I think the answer is that a bunch of us were sort of volunteering, and they decided they ought to pay somebody. And I think I got paid \$15 an hour or

something like that. I've got the records. And I remember they had the Save the Bay board meetings in this house at one point.

Lage: Oh, they did?

13-00:14:21

Butler: Yeah. Sylvia came over, and Kay Kerr and another third woman, who's now dead. Anyway—

Lage: Esther Gulick.

13-00:14:32

Butler: Yeah, Esther Gulick, and they were just wonderful. Will Siri was then the head of the Sierra Club, and he and I did stuff together. And his wife Jean was involved in all of this. Will gave me the best advice I ever got because he said, "Listen, every time I tell these women that they ought to compromise, they say, 'No.'" And he said, "You know something? They're right, because they're so determined and convinced that they're going to win, and they do." He said, "They will win." So he said, "Don't talk to them about, 'We can settle this little one and we'll give up this and we'll give up that.'" He says, "That's not the deal." So I was their lawyer and we went around and we battled, and we lost and we lost and we lost and we lost. And then of course in the end, they won everything. Mostly because politically, they got the legislation through and the commission and all of that.

Lage: So you were really kind of observing the rise of the environmental movement, at that point.

13-00:15:41

Butler: Yeah. Yeah, but there was a reason for that.

Lage: Observing and taking part in.

13-00:15:51

Butler: Well, it got started because when I got home, I went to talk to old friends. And one of them was Dick Reinhardt, a reporter for the *Chronicle*. Still a great friend. And these environmental things were starting then. And he said, "Well, Bill Evers is starting a new lobbying thing for the environment. Well, Bill Evers and Dick Reinhardt and I had been in the navy together at Oregon State, and I'd known Bill since high school. And so I went to Bill and I said, "What are you doing?" And this was probably in the fall of '64.

Lage: When you just got back.

13-00:16:32

Butler: When I just got back. And he said, "Well, we're going to start an environmental lobby. We're being killed in Sacramento. We need a full-time lobbyist up there. We go up there and we argue before these committees, but all the decisions have been made already." So they ended up calling it the

Planning and Conservation League, which is still in existence, called PCL. So he and Helen Reynolds, who was head of the Roadside Council that fought billboards, had done this. Helen's just an extraordinary woman. And so we sort of ran the PCL in the initial days, at least the office, out of Helen's Roadside Council. And Bill organized a board, and we would meet once a week. And friends of mine were on the board and we recruited people. I don't think Pete McCloskey was ever on the board, but we had people that are around now as city planners and architects and so on. And so one thing led to another and we raised money and we hired a lobbyist in Sacramento.

Lage: John Zierold.

13-00:17:42

Butler: John Zierold. In that time, we were doing the lobbying for the Sierra Club, even. Our board of directors, or sort of organizational supporters, were all the environmental organizations.

Lage: So you had individual members, but then organizational members, as well?

13-00:18:01

Butler: Yeah. And I forget— All the members were organizational members, I think; we had just had contributors and then we had the board.

Lage: I see.

13-00:18:10

Butler: I don't know whether I was the vice-president or something, but I was in charge of the legislation stuff. We organized a statewide conference to come up with a legislative agenda, and I remember it very well. We sent out all these notices, and it was to be held in Berkeley. And we all got over there on a Saturday morning, and there wasn't a soul there. I mean, there wasn't *a soul* there. Evers and I are there and Helen Reynolds, and I'm thinking, this is a complete disaster. And then one person arrived, and then a couple of people arrived, and then four people arrived. And by the time it was over [laughs], I couldn't believe it. There were a couple of hundred people there taking us seriously and saying, okay, let's come up with our legislative priorities. And it was everything. We were going to keep all the power lines in the state in corridors, so they wouldn't just criss-cross the state. And later, we came out for a zero emissions policy for cars—all kinds of stuff. Of course, none of it ever passed.

Lage: A lot with Lake Tahoe.

13-00:19:19

Butler: Well, Bill Evers had been the founder or the head of the League to Save Lake Tahoe. Keep Tahoe Blue. That is what had gotten him into all of this stuff. So Evers was the first president. And then we kept doing this. And I don't remember that we had any great legislative victories. Zierold was probably not

the greatest lobbyist in the world. And our principal supporters, that we regarded as our kind of major horses to carry stuff in Sacramento— I can't remember the guy in the assembly. Could it be Ed Zeigler maybe?

Lage: Z'berg.

13-00:20:10

Butler: Z'berg, who was a questionable character, in my view, but anyway—

Lage: Why was that?

13-00:20:17

Butler: Well, it seems to me he was up for drunk driving, too, I forget. I don't remember. I don't want to defame the guy; he's dead now. But Z'berg would carry stuff for us. And so Zierold spent a lot of time with him. Zierold himself also was— I think he was effective, but we were never too sure exactly who he was working for, because he had other clients.

Lage: He went on to be the lobbyist just for the Sierra Club for many years in California.

13-00:20:50

Butler: Right. And he was getting paid for that. How good he ever was, I'm not sure, but he was our lobbyist and we were all for him. And then our hero in the senate was . . .

Lage: Was it Fred Farr, by chance?

13-00:21:11

Butler: Yes. There we go. Thank you. Our hero in the senate was Fred Farr, from Monterey. And of course, his son Sam now is a congressman and a friend. I never spent a lot of time with Fred Farr. But anyway, they carried stuff for us, not much of it passed. The idea of zero emissions, that was a target for the year 2— I forget what it was, but—

Lage: But it was very forward looking.

13-00:21:43

Butler: Well, it was also a little absurd, given the current situation. But I don't remember that we got anything passed, although we probably did.

Lage: You don't see it as a substantial— It was a substantial effort, but—

13-00:21:59

Butler: Well, it was the only game in town. And then pretty soon the Sierra Club wanted to have Zierold as their lobbyist. But it was the only game in town. And it was effective in that sense. I mean it was a voice up there.

Lage: Yeah. Was land use planning and the goals of California Tomorrow--

13-00:22:19

Butler: Well, we'll kind of get to that because the California Tomorrow had come into business, with Alf Heller and Bill Roth and a whole bunch of people, and Sam whomever, What?

Lage: Sam Woods?

13-00:22:38

Butler: Sam Wood, who— Boy, thank God for you.

Lage: We have oral histories of all these people.

13-00:22:43

Butler: Well, so they were putting out the publication *Cry California*, they were doing all of that; and we were sort of the companion political organization to California Tomorrow. And they were advocating state planning and land use and all that, and we were doing the political side. They were a lot better than we were, and certainly better funded. Alf Heller got, to say the least, unhappy with me when I said, "Well, since the name of their organization is California Tomorrow, we ought to name our newsletter California Today, meaning we're fighting today in the legislature." He thought we'd stolen his name. And since I later inherited California Tomorrow in the eighties, this is kind of funny history with all of that. But anyway, California Tomorrow was doing big stuff. And I still have here in my house, all the publications of California Tomorrow.

So that was the PCL. And that actually led— because Bill Evers stepped down after two years and I became the second president. And just about that time, Richard Wilson showed up in my office, sent there by Alf Heller. And I'll try to make this quick because it would take many hours. But basically— Are you sure we haven't talked about this before?

Lage: Not on the tape, no. But give the background.

13-00:24:26

Butler: Well, I don't know Richard Wilson from the wall. I've never heard of him. All I know is that there's a guy, walks in my office at five o'clock at night, the offices of Butler and McCloskey. By this time, McCloskey has gone to the Congress, and I had reopened it as the offices of Lewis Butler because I couldn't use McCloskey's name anymore, even though that was illegal.

Lage: He could be of counsel. [chuckles]

13-00:24:54

Butler: Well, as a congressman, I don't think so. Anyway, and McCloskey decides that Redwood Shores— We had had one big fight over the town of Volcano. We were fighting a cement company that wanted to basically ring the town of Volcano with its cement works and basically destroy the town. And we lost that fight, too, but we caused enough trouble that the cement company pulled

back and the town was saved. And later, a cousin of mine went up there and said, “You’re a hero.” So McCloskey and I still claim we saved the town of Volcano, whether that’s true or not. And we had a few things like that, but nothing very effective by the time he got to Congress. And then I actually started getting paying clients. Save the Bay Association was one, a little bit of money. And then in the door comes Richard Wilson in dirty Levis, dirty boots, dirty shirt, crumpled cowboy hat, and tells me he’s from Round Valley. I don’t know where that is. And there’s a town up there; I thought it was pronounced *Co-vel-o*, turned out to be *Covelo*. And he had a small problem. The US Corps of Engineers wanted to dam his valley and build a dam twice the size of Shasta Dam. And I’m thinking, Holy— I mean, this is World War III this guy’s talking about.

So I told him, I said, “Well, I don’t see how you’ve got any legal grounds to fight this dam. It’s a purely political, governmental issue.” I said, “We’ve got the Planning and Conservation League, and we can try to back you and help you, but you’ve got to organize politically. You don’t need a lawyer, you need a political fight.” So he went away. He came back about two weeks later, same idea. Calls up, “I want to talk to you some more.” By this time, he’s got clean boots, clean shirt, relatively clean Levis and a better looking hat. And I’m just wondering, who the hell is this guy? All I know is he’s a rancher from Covelo, but I’m beginning to gather that he’s smart. More than smart, but determined, to say the least. So we have another one of these discussions, with the same general conclusion. And the third time he calls—and I don’t know when that was, but another week or so—he says, “Okay, I want to come and I want to hire you.” So he walks in the door, he’s got a Brooks Brothers suit on, [Lage laughs] and an ivy league tie. And it turns out he’s got an apartment on Arguello. And it also turns out he’s got a pot full of money from his family and his wife’s family. And is—I don’t know where I found this out—a millionaire.

Lage: At the time, he was a millionaire?

13-00:28:15

Butler:

That was the impression I got from somebody. Maybe Alf told me. Because his father’d been the leading orthopedic surgeon in Los Angeles and head of the United States Orthopedic Surgeons Association, and his wife came from a very wealthy, prominent family. So there’s Richard. And he says, “Okay, I want to hire you and I want to hire Curt Roberts, and we’re going to fight this dam.” And I said, “Well, what do you want me to do?” And he says, “I want you to come with me to Round Valley. You can take a look at this place. It’ll be New Years this year.” This is 1967, I guess. “And I want you to appear before the Indians—” no, before the council. I don’t know. It was a community meeting. “And tell them that you’ve been involved in all these fights around the bay and you’ve won these fights, and that they can win this fight. We can win this fight.” And I said, “Well, you’ve described this thing to

me. I don't even see how you're going to win this fight." He says, "I don't care." Says, "You tell them we can win this fight."

Lage: He's hiring you to do that.

13-00:29:37

Butler: Yeah. [Lage laughs] And he's actually showing up with money. He's signing checks and handing me money. It was an uncommon experience at that point. [Lage laughs] I was making my living as a consultant to the Ford Foundation; the law practice was maybe a third of my time or something like that. So that starts the fight. And the short version is, I go to Round Valley, I make this speech. I've never seen so many stony-faced members of the Round Valley Indian reservation in my life, standing in the back of the room, I thought frowning, and no emotion. Nobody says, let's go get them. It's just a complete bust, as far as I'm concerned. Sheana's there in the room and afterwards, says, "Boy, I really felt sorry for you up there." [chuckles] And so I said to Richard, I said, "It didn't go very well. I'm sorry I let you down." He said, "You did great." I said, "What do you mean?" I said, "There wasn't anybody said anything. Nobody clapped, nobody did *anything*." And he said, "I know this community. [laughs] They would've thrown you out of town if you'd—" He said, "You did fine." So we started. And we organized a letterhead and we did this. And he recruited, as it later turned out, the guy I recruited in Washington, Roger Egerberg, to be on our board. He got everybody he ever knew from Thacher School on the Save the Eel River Association. I was listed as the attorney, he was the president. We had a local rancher up there, and we started going after the Corps of Engineers.

Lage: And did you work hand in glove with him throughout?

13-00:31:29

Butler: The total thing. It was basically Richard and me and Curt Roberts.

Lage: Now, who's Curt Roberts?

13-00:31:34

Butler: He was the PR guy. I think his name was Roberts.

Lage: Yeah. Did you know him, or did Richard bring him up?

13-00:31:40

Butler: No, Richard had found him. And he was terrific. And he had, I think, handled some stuff for Joe Alioto. Joe was running for mayor, I forget. But he was very good. The classic was, he set it up for us to meet with the *Chronicle* editorial board. And we were nobody. I mean, nobody.

Lage: Well, you knew a few people around town.

13-00:32:00

Butler: Well, we knew people, but we— Compared to the Corps of Engineers and 4,000 employees at the State Department of Water Resources? We weren't even flies and mosquitoes to them. We were less than that. So we go to the—and this was completely Curt's thing. He sets it up, and we go in to see the *Chronicle* editorial board. And Curt says, "We're here to talk to you about the controversial Dos Rios Dam." There is *no* controversy about the Dos Rios Dam. Absolutely none. He has labeled it the controversial Dos Rios Dam. And the next thing we know, a week or two later, the *Chronicle* runs an editorial talking about the great controversy [laughs] over the Dos Rios Dam, and this needs to be carefully looked at, and blah-blah-blah.

Lage: Well, you made an impression.

13-00:32:58

Butler: Well, the only impression we made was that there was a controversy. And the only controversy was the three of us, as far as we were concerned.

Lage: At that point.

13-00:33:09

Butler: At that point. But it was a brilliant PR stroke by Curt. So Richard was then—we were meeting all the time. I was going here.

Lage: Did you draw on—

13-00:33:20

Butler: And he was hiring an economist to do an analysis of the benefit-cost ratio of the dam, which typically was fraudulently cooked up by the Corps of Engineers. So the Corps had put out this gigantic publication. But unfortunately for them, in the publication were a bunch of facts that would make our case. For example, they were advocating the dam for flood control. And the big pitch was if this dam had been in there, there was nineteen people that died in the horrible 1964 flood in the Ferndale Bottoms, who wouldn't have died. Well, right there in the middle of their report, in hundreds and hundreds of pages of this stuff, you find out that the dam was so far up in the watershed that if it had existed, it would've taken a foot and a half off of a thirty-three foot flood. Well, you can die in thirty-one feet of water as well as thirty-three.

So we just kept mining this thing for all of these errors that were facts that they had in there. And then we put together our so-called red book. And that was my contribution, and I wrote the description. And we had all these points: that the Corps claims this, these are the facts; the Corps claims this, these are the facts. On and on and on and on. And how it was going to—this was the beginning of an attempt to destroy the north coast rivers. And then there were hearings. We were going to Sacramento all the time and fighting the board of supervisors from—

Lage: Mendocino.

13-00:35:04

Butler:

Mendocino County. And the chairman of the board of supervisors, whose name I'll have to try to remember, who was a complete, in our view, crook. He had sold out to the Corps and all of that. And so he was going up there saying that the county's all in favor of this, and we were saying, that's really not what's going on down there. I accused him, actually, of being a flat-out liar, in a public hearing, I remember. And he came out and tried to get in a fight with me in the hall. And I said to Richard, "Now, lookit. You've got to stay cool. You don't want to get in trouble with anybody, start a fight with any of these people." And finally when it's over, he says, "I'm controlling *you*. Who's supposed to be the lawyer around here?" [they laugh] Anyway, we went through all of that, we went through the hearings with Randy Collier, who was chairman of the Senate Finance Committee. And we were recruiting everybody in Sacramento we could find, and slowly, we began to build a constituency. And that went on, and it's all in the book. [*The River Stops Here: Saving Round Valley, a Pivotal Chapter in California's Water Wars*, by Ted Simon (UC Press, 2001).

But the big thing, of course, was finally, at that point, I went to Washington and the dam issue still hadn't been settled. But then was when [Norman B.] Ike Livermore, as the secretary of resources, took the governor up there in a helicopter. And the governor looked around and said, "I don't flood out Indian reservations," and the dam was killed. And that was the end of attempts to basically siphon off the north coast rivers into the state water system. One of the things that had helped us the most was—we were fighting the Metropolitan Water District and all these people had huge amounts of money. And the Westlands Water District down south of Los Banos, that whole stretch of the southern San Joaquin—

Lage: And they were all going to be receiving water.

13-00:37:08

Butler:

—they *all* wanted that water, of course, because they were seeing—which is now, of course, the fact—that the state water plan wasn't going to have enough water for all of the stupid things they were doing, like farming the desert down there and causing selenium to be leached out of the ground. So we were fighting all of these— And I, to this day, hate the Westlands Water District, and I love it, the fact that they're getting short of water right now. But anyway, we had had a hearing in Ukiah, in the Mendocino County Courthouse there, in which the state legislature committee—and I forget which committee it was—held a hearing. And the people that wanted the dam stood up. Now, by this time, the Department of Water Resources and Bill Gianelli, who ran it, had a huge investment in this. They had 4,000 employees that had just finished up the work on the reservoirs and the aqueduct going to LA, and they

wanted to keep their empire going and this was the next stage for their empire. And the Corps of Engineers and the colonel that was running the Corps.

Lage: So it was really imperatives from these agencies.

13-00:38:21

Butler: Oh, we had these two giant bureaucracies that wanted to keep themselves working. And then there's, of course, the Westlands Water District, that wanted the water. So we have the hearing. And they have a private airplane and they've flown members of the legislature around to look at the dam site and done all of this. Meantime, we had pictures of the dam on the Trinity River, which is, to this day, still the only dam that takes water out of the north coast rivers and pumps it into, or lets it run into the Sacramento Valley, from Clair Engle Lake and the Trinity Dam. And unfortunately, there'd been some very dry years. And so we had photographs of the Clair Engle Lake with just an empty lake, where you'd have to drive a mile and a half across a treeless plain to get your boat to the water to launch it.

Because one of the big pitches was this was going to be a big recreational facility and just wonderful for everybody to ride their boats around. And you could tell from their own records that, basically, the lake was going to be half empty most of the time. It was like a giant rain barrel. And when you got some huge wet year, like '64 had been, with upwards of 100 inches of rain in that watershed, then the lake would fill up. And then you'd basically drain it for the next ten or fifteen years, slowly, until you got another big storm and you could fill it up. So we had all these photographs.

Well, anyway, I'm making the argument in the Ukiah Courthouse against this, and all of the people from Round Valley that are supporters [are there], and I get up and they're all cheering. [chuckles] And on the wall is a map of this plan. And I'm pointing it at. And I said, "You build that dam and it'll look like the Trinity. It'll be the biggest disaster in this state." And the map fell off the wall! [Lage laughs] I remember everybody started laughing. But it was like I'd taken a pistol and just drilled that thing. It was a very exciting moment because we were losing, but at least we'd destroyed the map. Because the pin had come out and the map had just fallen off the wall. I don't know why, but it had fallen off just when I was pointing at it. Anyway, so we kept doing stuff like that. And of course, Richard finally won the fight, and by that time—

Lage: Did you work with Ike Livermore or William Penn Mott or any of the other people like that?

13-00:41:00

Butler: Well, I don't remember Bill Mott; I'd worked with him on other stuff. But yes.

Lage: Well, he didn't want his parks to have to run that dam, as I understand it.

13-00:41:11

Butler:

Well, I didn't remember about that, but Richard and I would go to see Ike. And by that time, because Put was such a good friend, I knew Ike; and Ike had hired me for the other paying job before that, which was the Citizens for the Agricultural Preserve in the Napa Valley, because of their ranch up there. So this is all after McCloskey left. The Citizens for the Agricultural Preserve thought they needed a lawyer because the other side had a lawyer. Well, I didn't do anything for them, either, as a lawyer. There was a political fight. I helped them recruit— [pause] Stop again there.

Lage:

Okay. We're trying to remember something here. We're trying to remember a name, the winemaker you recruited.

13-00:42:13

Butler:

Okay, here's where my old age and memory is causing me problems. I think we're talking about Louis Martini, the great winemaker in the Napa Valley. And the guy who was then starting a champagne operation, John— Stop again. [recording stops & re-starts]

Lage:

Okay, we're back on. You've looked at your records.

13-00:42:49

Butler:

So anyway, Ike had been the one responsible for hiring me. This was in '67, when they were fighting to get an agricultural preserve in the Napa Valley. And it was to be the first big agricultural zoning in the state, 25,000 acres north of the town of Napa. And the preserve meant that— And it was recommended by the Planning Commission, and it was, at that point, before the Board of Supervisors.

Lage:

And that was a new idea at that point.

13-00:43:16

Butler:

It was a *totally* new idea. It was the first agricultural zoning in the state. It was a *huge* breakthrough when they got it.

Lage:

They came up with the idea and hired—

13-00:43:28

Butler:

Well, they'd come up with the idea a long time before. They'd gotten the County Planning Commission to support it and recommend an agricultural preserve, and then it was a big political fight before the County Board of Supervisors. And that's when Ike had come and said, would I be a lawyer for them? And the key guy doing it was Jack Davies, who had made his first champagne, but he was a newcomer in the valley. And he had recruited Louis Martini, an old-timer. But they were basically fighting the whole establishment, and specifically fighting Inglenook and Beaulieu, which were the great makers of cabernet sauvignon.

Lage:

And why were those wineries against it?

13-00:44:27

Butler:

Those guys wanted to sell out. And their vineyards were worth 3,000 bucks an acre with grapes on them, but they were worth six- or ten-thousand as subdivisions. And Beaulieu had been sold to some larger company, and they figured they could plant grapes somewhere else and they'd sell off the Napa Valley. And they had hired a high-paid lawyer around here who— I don't need to go into that. But anyway, he still lives in Tiburon. And he was getting up and making all these arguments. And because the other side had a lawyer, Davies and Martini and that group—which included Dorothy Erskine, not because she was a winemaker, but because she was a resident of the Napa Valley. And typical Dorothy, the green foothills, green valleys—keep it green. And I knew Dorothy, and we've talked about that. So anyway, I got hired. And I remember the bill was \$1500 when it was finished. But the important thing is that I didn't do anything. I actually wrote a letter to the county saying there was no legal question about their ability to zone it. In fact, Davies was mad, I think, at the end, that they paid me for doing nothing.

Lage:

Did you do anything political?

13-00:45:57

Butler:

Well, I did the smartest thing you could do, which is nothing. I'd let this lawyer on the other side get up and harangue the citizens of the Napa Valley. And the more he talked, the more angry they got. Because he was lecturing them about, this was socialism, this was whatever. And it was just like the Save the Bay thing. Your dream is you get some lawyer on the other side that makes your case for you, because it makes so many people angry. Well, that's what this guy was doing. And so I wasn't countering. I'd get up for about a minute or two and say, "There's no legal issue. This is a decision to be made by the citizens of the Napa Valley." I remember at the final hearing before the Board of Supervisors, before the vote, two things happened. I got up and said, "It's not up to someone from San Francisco. It's not up to a lawyer from San Francisco," which by the way included, of course, the other guy. "You don't need any lawyer from San Francisco telling you what you ought to do with your valley," which I said is applied to myself, but mostly it's applied to him. But I said, "All I comment is that through my youth, I used to drive through the Santa Clara Valley, and I saw how beautiful that place was, with the plums and the apricots and all of that. And you all know what the Santa Clara Valley looks like now." And I said, "If you want the Napa Valley to look like the Santa Clara Valley, go ahead and defeat this. But if you want to preserve this incredible place, vote—" Blah-blah-blah-blah.

Lage:

So you made, basically, a political pitch.

13-00:47:35

Butler:

Yeah. I said, "Then you'll support this agricultural preserve." But the big deal, we'd gone to dinner before the hearing and I had said to Louis Martini, who I *really* liked— And he was a great friend of Karl Wentz, who was my great friend and had been in the navy with me, and we'd been discharged together

from Oregon State and all that. I said, “Louis—” A very shy man, but a guy with hands about as big as a catcher’s mitt. Just the greatest looking man. And I said, “Louis, you’re the senior citizen up here. Jack Davies, those are all newcomers. You’ve *got* to say something. Because people will pay attention.” Well, he finally— I’m sitting next to him at the hearing and I said, “Louis.” He says, “Okay.” He had never opened his mouth before about this whole thing in public.

Lage: But you knew how he felt.

13-00:48:31

Butler: Oh, yeah. I had no idea what he was going to say. So he stands up. And I can remember it just so well. The punch line was, he goes on, he says, “You’re selling out what our grandfathers gave to us, our birthright,” he said, “For a few bucks.” He said, “Our grandfathers got this land for fifty bucks an acre and they farmed it.” And he’s talking to Beaulieu and the Inglenook people, mostly. And he says, “And you want to sell it out for just a few bucks?” He says, “We’re already doing fine.” He says, “We’re not poor. Our land’s worth \$3,000 an acre; we got it for fifty bucks an acre.” He said, “How can we do this?” He said, “Our grandparents would be rolling over in their graves.”

Well, I forget the rest of it but it was very short. And he came back and he says, “Lew, how did I do?” You found this out before: I’m sitting here with these little trickles [Lage laughs] coming down my face. Because Louis Martini, he’s done *everything*. I couldn’t have made that speech. I couldn’t have made the speech even if I had a grandparent up there. But so Louis does that. And very shortly, the board votes four to nothing for the agricultural preserve. And people— I mean, *I* can’t believe it. None of us can believe it. We knew what the pressure was that these board members were under. By the way, after that, one of the board members of the Board of Supervisors that had— And he’d been under attack all along from this thing. He had an insurance business. He lost a huge amount of his clients; they just boycotted him.

Lage: You mean the newer wineries that wanted to sell out?

13-00:50:37

Butler: Well, I don’t know, or just citizens. The citizens. Because we were accused of being Communists. The good guys were accused of being Communists, socialists. I mean literally; it was that kind of language. It was the same sort of language you heard over Save the Bay. Any land-use planning was communism or something. And so after the decision, this one guy I remember— I think before the vote, his wife and children had been harassed by people at their house, yelling at them, because they suspected he was going to vote for this thing. It was enormous pressure. I think two of the supervisors later lost their job. I forget the details.

Lage: So the community was—

13-00:51:22

Butler: But it took *enormous* guts. Because a lot of the substantial people in the community didn't want it.

Lage: Didn't want the preserve.

13-00:51:31

Butler: Didn't want the agricultural preserve.

Lage: Now, when you say substantial people, you mean landowners who wanted—

13-00:51:38

Butler: Landowners who wanted to sell their land. People that were just right-wing, that didn't believe in any government messing around with land decisions. Remember, this was 1967. Or '68; I forget.

Lage: It sounds somewhat similar to some of the things out at Point Reyes, when they wanted the park there. A smaller scale.

13-00:52:01

Butler: Well, yeah, but nobody was paying for this land, remember. It was being zoned. In Point Reyes, those guys sold out for a lot of money to the state and to the national park. That's when Ed Wayburn with BCDC, they got the Trust for Public Land to tie up all that money because any time anybody saw a national park coming, suddenly the value of their land went up about three times. But nobody was getting paid for anything [in Napa Valley].

Lage: I see, it was just a zoning—

13-00:52:33

Butler: This was just a zoning. And of course, it was the first agricultural zoning. It saved the Napa Valley. That cabernet sauvignon land that was worth 3,000 bucks an acre is now \$150,000 to \$200,000. You know the whole story. And those people were great heroes, and I was just this sort of tag-along to tell them they didn't need a lawyer. Well, they paid me \$750 and then I got a note from Dorothy Erskine saying, "Lew, I'm sorry, we haven't got enough money—" I guess she was the treasurer— "to pay you, but we're going to raise the money for the other \$750." So that Fourth of July, they had a Fourth of July party, which I guess is a tradition up there, and they passed the hat and raised 750 bucks. Jack Davies, I think, was still dead against it because he didn't think I'd done anything. And so I ended up with the \$1500. [Lage laughs] So that was my contact with Ike Livermore, and the Napa Valley. And looking back on it, I literally didn't add anything to what they were doing. Fortunately, I didn't subtract either, and the lawyer on the other side subtracted.

Lage: [chuckles] Well, that's an interesting slant on it.

13-00:53:54

Butler: But that and the Dos Rios Dam were the big deals. And so those are the three things. BCDC, Napa Valley and— or Save the Bay, the Napa Valley, and the Dos Rios Dam—

Lage: Were your three big—

13-00:54:11

Butler: —were the three big things.

Lage: Of the Butler law firm.

13-00:54:14

Butler: And then I went to Washington, and that was the end of Butler and McCloskey.

Lage: Okay. Let me just look here. You weren't really an environmental lawyer, in a way. About this time—

13-00:54:30

Butler: I was an environmental politician.

Lage: Environmental politician. [laughs] Because environmental law—

13-00:54:32

Butler: Yeah. McCloskey was an environmental lawyer, but I never filed and won a lawsuit. Ever. But Pete always claims that— And by the way, the word environmental lawyer didn't exist then. We were called conservationists.

The other part of what I did during that whole four-year period was work for the Ford Foundation.

Lage: Tell me a little bit more about that, because you mentioned the connection with Levi Strauss.

13-00:55:00

Butler: Well, basically, I went to the Ford Foundation and said, "I'd like to do something about black unemployment," and so on and so on. There was a good guy there, vice-president, named Jack Coleman, who later became the head of Swarthmore College. And I don't know how he got away with it, but he put me on as a consultant, to see if I couldn't do something about black unemployment. Remember the riots after the Martin Luther King assassination in '68— And one thing led to another and there was basically three efforts. One was that I got Bob Finch and myself together and he recruited Jess [Jesse M.] Unruh, who was the Democrat speaker of the assembly and most, really, powerful Democrat, and we started something called OPEN, Opportunity Enterprise Corporation. And the purpose of OPEN was to try new experiments as to how you could use private contractors to do public work, starting with employment; we wanted to experiment with

voucher schools, all kinds of stuff. Because it was clear that the state bureaucracy wasn't— For example, the state department of employment had a miserable record getting jobs for low income black guys. Now, whether it was a good idea to try to farm that out to somebody else is a whole other question.

Lage: Was this restricted to California, this effort?

13-00:56:31

Butler: OPENS restricted. We were going to run all these tests in California to see if we could make these things work. And I raised the money for it from some foundations. Ford Foundation was supporting me as a consultant while I was doing this. And Finch recruited Jess Unruh, and then we recruited leading businessmen, including the head of the telephone company, to go on a board, and we had the board of the Opportunity Enterprise Corporation. And we then laid out plans for these various experiments. And just as we were about to launch it all, that's when Finch ended up going to Washington and I went with him, and a good friend, Albie Wells sort of stepped in to be the custodian of OPEN. But pretty soon, it was clear that we couldn't do that. And all the stuff that we wanted to do through OPEN, we then had money to do in the federal government. And I had that money, so I funded the experiments in voucher schools and all of that stuff at the federal level.

Lage: Let's talk about that next time.

13-00:57:37

Butler: Yeah. The other part of it, which was probably the biggest mistake I ever made in that period, was there was a— We were all worrying about black jobs, especially for low-income black kids in the summer, because of riots and just because of the need. And a good guy named Chad McClellan had organized the Los Angeles Chamber of Commerce to have something called a management council, which would work on that in Los Angeles. And Finch knew him and I got to talking to him, and so we decided we'd try to have a management council in the Bay Area. And so I went around and organized this thing, and Finch recruited corporate executives, and the head of it was a guy that was running Crown-Zellerbach. And we recruited Dave Packard; that's when I met Packard for the first time. And Wally Haas was part of it.

But by the time we got through, we had a letterhead with the head of every major corporation in the Bay Area, with Finch on there as the lieutenant governor. I don't think he was a member of the board, but maybe; I forget. And me. So here's Lockheed, Hewlett-Packard, all the rest of it, and this tiny little thing that says Butler and McCloskey. Attorney, Butler and McCloskey. But I was doing the work. And we held meetings. And that's when I began to realize that I'd created kind of, or helped create, a monster. Because it was clear that a lot of these people had signed up so they could resist community pressure to do something about hiring blacks. And they could all say, well, we're involved with the management council and so we're doing that; that's

our major focus—when it was clear most of them, I think, intended to do nothing, including the head of Lockheed, by the way, who was the biggest corporation in the Bay Area because of all of the missiles and space stuff.

Lage: So it was kind of window dressing for them.

13-00:59:43

Butler: Well, yeah, but I was too dumb to know that. Here was the classic example of the problem. The chairman of the board, this guy, the head of Crown-Zellerbach, says, “We’ll have our meeting at the Pacific-Union Club.” Well, among other things, that meant not only was it the last place—a club that wouldn’t have taken a black guy in it if the guy had been a multi-millionaire, but women that were working with us couldn’t even set foot in the club. So we have a luncheon at the Pacific-Union Club. And I remember very well, I wanted to get to the agenda. And the first forty-five minutes, this guy started talking to his fellow corporate executives about ice wine. He’d come from the Rhine and found out that when they had the early freeze in the Rhineland, little ice crystals had formed in the grapes; and then they harvest the grapes and they save the little ice crystal and it’s ice wine, and it’s just the greatest white wine in the world. And I’m thinking, for God’s sake!

Lage: Here you are. [laughs]

13-00:60:52

Butler: What the hell are we doing up here? Well, as it came out—first off, it was a real lesson to me, which I’m afraid I’m still biased about—I was totally disenchanted with these corporate executives. I came to the conclusion that they were just paid managers that would get big salaries. They hadn’t started the company, they hadn’t done a damn thing. There were only two exceptions. And of course, those are the ones that had their own companies, and that was Dave Packard and Wally Haas. And I thought they were wonderful, and the rest of them were *worthless*. And the head of Southern Pacific, in my view, was the most worthless guy. And besides that, he owned all that land in the Westlands Water District and was stealing water from the state for his farmland so he could lease it out and make a lot of money. But they were just flat-out incompetent, besides. And I’m still biased in that direction. And it was true about General Motors and everybody else, when I got to Washington. But—

Lage: This is about to run out.

13-00:61:55

Butler: Okay.

Lage: [laughs] I don’t want to lose it.

[End Audiofile 13]

Begin Audiofile 14 01-08-2009.mp3

Lage: Okay, starting tape fourteen. I caught you in mid-sentence, almost. You admired Wally Haas and—

14-00:00:08

Butler: Well, so here was this organization that I'd helped create, and basically, it was an obstacle to getting black employment, especially in the summer—that's what we were focusing on—and it was just being used to stonewall. Well, fortunately, the chairman of it, the head of Crown-Zellerbach, Reed? or whatever his name was, went away on a three-week trip in the summer—or June, July, whatever—just when we needed to be doing this stuff, on his yacht up in Puget Sound. And the vice-chairman was Dave Packard. And I think Packard, who I didn't know well at all, I think he was as frustrated as I was. But all I remember is that he called up and he said, "We've got to do something." I said, "Well, Reed's out of town." And he almost said, good. [Lage laughs] And so he just started going like a house afire, and he cranked up— There was an outfit in East Palo Alto, which is still there, I think. I forget the name of it, but I think Hewlett-Packard was supporting it to do training of jobs for blacks in that community. And he wanted to expand that effort and to use it as a model for other people. And it had come out of a preacher, I remember, in Philadelphia and that was the model for it. I should remember the name, but I don't.

But anyway, Packard was just like a house afire. And he said, "Well, I've got to be around looking at some plants, but I'll call you." Packard didn't know me from the *wall*, other than that I was there and I was prepared to do something. And he called up and he said— And he'd be at the Hewlett-Packard plant in Massachusetts and he'd say, "How you doing on this? How you doing on that? We've got to get this guy. Call up this guy. Do this in Palo Alto." Blah-blah-blah. And Wally Haas was not quite as active, but very supportive. And of course, I'd already done the National Association of Manufacturers with him. So that was the good part. Bad part is that nothing else ever happened.

Lage: Did any of these firms hire?

14-00:02:36

Butler: If they did, they would've done it anyway. I don't think we made any difference at all. If we made a difference in other firms, as I said, it was to give them an excuse *not* to do something.

Lage: So what was the lesson learned? One was that you didn't like these corporate types.

14-00:02:51

Butler: Well, the lesson learned was that— And by the way, I raised the money for this. These guys didn't even—the Ford Foundation funded this thing and I'd

raised the money for it. I didn't even ask them, which was really stupid, to put their money where their mouth was.

Lage: You just had them on the board.

14-00:03:07

Butler: Yeah. So they decorated the letterhead, which cost them nothing, and they got a free lunch at the P-U Club and a couple of other such terrible events. So that was a disaster. To this day, it's the worst thing I've ever done. One nice end result of it was that Packard ended up as the deputy secretary of defense in the Nixon administration, and he and Karl Wentz were friends from the Bohemian Club. In fact, they'd asked me to join their camp at the Bohemian Club, and I had, by that time, realized I was going to quit that place sooner or later and so I declined. But I'd gotten to know Packard. And then when Karl would come to town in Washington selling wine, I remember one time the Wentzes, the Butlers, and the Packards went out to dinner together. And it was a real lesson because I hadn't met Lucille Packard before. Just about the finest woman you'd ever want to know. I was sitting next to her at dinner. And it turned out, because the secretary of defense was out of town, that the, quote, "football" was Dave Packard's responsibility that night. It was in his limousine, parked outside with a driver, and about every fifteen minutes, he'd go out and check and then come back to the dinner. And one of the times when he was out, his wife turned to me and she said, "I've got to get Dave out of this town. It's just killing him." She said, "I think he'll die here. Just the responsibilities and the frustrations of trying to run the Defense Department." Well, he did stay. I don't remember whether it was two or three or four years, but he left. And later, I saw him on occasion, but I never knew him well at all. But I did get to know his wife quite well because she and I did environmental stuff together. And I always felt that— It's not just the Packard Foundation, it's just the whole thing they did for Silicon Valley. They basically created Silicon Valley.

Lage: And then all the things they've done for the environment in California.

14-00:05:32

Butler: Oh, yeah. Everything. Just the best possible. And now their son-in-law, I do some stuff with, who's involved with Audubon, Robert Stevens. But anyway, so the only happy thing about the management council was that.

Lage: Was knowing David Packard and—

14-00:05:55

Butler: Yeah.

Lage: —seeing how involved he got. And you were saying—I was kind of rushing you, I think, on the end of the tape—how it shaped your attitude towards corporate managers.

14-00:06:08

Butler:

Well, it's probably an unfair bias, but you've got to realize that the separation of ownership from management— And you could sure see it in the recent fracas in Wall Street. They're very happy to pay themselves high salaries and big bonuses, and yeah, they want to succeed, and they do have stock, usually; but basically, they're paid guys that have made it up through a political system. A small example, which is probably unfair, the head of Standard of Indiana, who I met once because he was a friend of my wife's family, was just about the least effective guy that they knew in this little town of Escondido, growing up. But he ended up with Standard of Indiana and was a good politician and got along with everybody else, and he ended up as the president of Standard in Indiana. He no more could've started an oil company than flown.

But anyway, I just developed a bias about these paid managers that— Sure, some of them were competent. And some were just *totally incompetent*, I felt. And not only that, as is the case in the Southern Pacific and Westlands Water District, they were the opposite of good citizens. Southern Pacific got that land for free. They never even built the railroad that entitled them to get the land. They didn't have to basically destroy that land, which is what they proceeded to do when they put the cotton on it and irrigated it and so on. But they had it and they wanted to make a buck. And later, years later, by the way, I went down there with Peter Haas and the board of the Rosenberg Foundation. It had been my suggestion, because I was the president then, that we'd go down and— We were funding things in the San Joaquin Valley. We got to the Southern Pacific/Westlands area, and we're sitting on the banks of the California Aqueduct. And Peter Haas said— I don't remember the guy, fortunately, that was the head of Southern Pacific; Ben something. And he said, "Well," he said, "I was thinking when I got back to town I'd call up Ben and say, 'Hey, Ben, I was down on your ranch, but you weren't home.'" There isn't a town, there isn't a house, there isn't— [laughs] It's a factory.

Lage:

Right. It *is* a factory.

14-00:08:39

Butler:

By the way, the other thing I did during that period, that got me in the foundation business, was the Rosenberg Foundation.

Lage:

Oh, at that time, you were involved with it?

14-00:08:51

Butler:

Yes. Do you want to go into that?

Lage:

Let's. Do you have the stamina for it right now?

14-00:08:59

Butler:

Sure.

Lage: Okay, let's talk about that.

14-00:09:02

Butler: It was one of those accidents. I didn't know Caroline Charles, who was sort of the dowager queen, I'd later discovered, of San Francisco. She was the first woman that really did a lot of stuff. I think might've been the first woman—the only woman, maybe, at that time—on the board of Stanford University. She was the head of KQED later. But she was on the board of the Rosenberg Foundation. And the members of the board were old established people, and just absolutely wonderful people, in San Francisco. It was the first foundation in California, I think, formed in the 1930s by this bachelor guy named Rosenberg, who left his money to do good things for the state, especially for young people and children. So I knew nothing about this. I knew nothing about foundations. But Caroline was on the board with a guy named Fred Whitman, who was the head of the Western Pacific Railway, and a lawyer from Heller Ehrman, who was the chairman of the Stanford board of trustees, I think, at the time. I forget. Frank Sloss, who was a wonderful leading lawyer. A lot of members of the Jewish community. And then I forget who was on— Oh, Eleanor Sloss, who was not his wife but another wonderful woman. Anyway, everybody was in their sixties. And apparently, they had all decided that they were all getting too old; they had to have a youth movement. And because of the Peace Corps, I think, and because we knew Caroline Charles's daughters, because we were all about the same age; and because her son-in-law, Mike McCone, who later ended up as head of the historical society here and all that— Mike had been overseas in the Peace Corps and that was the connection. That's how I got to know Mike and his wife, who by the way, ended up as the accountant for [chuckles] California Tomorrow. All of that stuff.

Lage: A lot of connections.

14-00:11:23

Butler: Anyway, I didn't know Caroline. And on the board was a federal judge named Ben Duniway, an absolutely wonderful man. And somehow, I had met Ruth Chance, who was working there.

Lage: Working at the Rosenberg Foundation?

14-00:11:46

Butler: Yeah. She was the so-called secretary. That's what she called herself. So I got a call and someone said that Judge Duniway would like to have lunch with you. And somehow or other I had met Ruth, I think. So I called up and I said— And Vince Cullinan had told me this was coming. Anyway, I had lunch with this wonderful guy. And he just wanted to know what I was— I forget what the kind of camouflage was for this lunch, but I don't think he asked me to be on the board. But then I got a call later from Caroline Charles and she said, "I'm the president of the board, and we'd like you to serve on the board of the Rosenberg Foundation." I asked somebody and they said,

“Geez, that’s the best thing in the world.” And I don’t think at the time, I really knew anybody on the board that well. But anyway, so—

Lage: So was this in this time period that we’re talking about, ’66?

14-00:12:54

Butler: Yeah, so this is 1967 or ’66, I forget. So that was my first venture. And here I go on the board, and I’m twenty years younger than everybody else.

Lage: Were you the only young one that they put on?

14-00:13:06

Butler: Yeah. I’m the token. [Lage laughs] And I served. I remember the first meeting, Caroline said, “You haven’t said much.” And I said, “Well, I thought maybe [laughs] I ought to listen and learn something.” That board met once a month, at lunch. And it was this wonderful thing for me, because suddenly here are all of these great citizens, really first-rate citizens.

Lage: And were they all actively involved?

14-00:13:42

Butler: They were all. This was like a club. They had managed to keep Caroline from being the president for twenty years, because they kept passing her over because she was a woman. And she finally said, “You guys better give up because I’m going to outlive all of you.” [Lage laughs] And so they finally had to make her the president. I didn’t know that at the time. And there was a lot of spirited discussion, but they all liked each other a lot. And four of them were on the Stanford trustees, so they’d get together and do some Stanford business over drinks before the meeting started. And then, of course, they had this unbelievable woman, Ruth Chance.

Lage: And she was similar to an executive director—

14-00:14:24

Butler: She was the executive director—

Lage: —but called the secretary?

14-00:14:25

Butler: —but she wouldn’t call herself that. And they had hired her. The foundation had done what it had done in the thirties and so on, and they’d had a very nice lady that was sort of, literally, a paid secretary in the office, but also went out and was quite wonderful. I forget her name. She went out, went around the state, funding things. But they finally decided— And Ruth’s husband had died and they knew her, and she’d been hired by the Ford Foundation, by friends of hers, just to kind of give her something to do when she was so grief stricken when the love of her life had died, Jack Chance, Jackson Chance. I didn’t know this, of course, at the time, but they had been at Boalt Hall together in law school, and she’d finished first in her class—first woman ever to do that

in the history of that law school—and he was second. And she asked Roger Traynor, who was the professor, to reduce her grade so that she'd be second in the class, because she didn't want her husband-to-be to feel bad. And he said, "Ruth Chance, you ought to be ashamed of yourself." [they laugh] That was the story that was passed down for years.

Well, Ruth, of course, ended up as one of my greatest friends in the world. And it was there that I met her and served on the board. And I did that for whatever it was, the two or three years, until I had to go to Washington. And then when I came back, Caroline called me up and said, "I want you back on the board." I said, "Somebody else ought to be given a chance. It was a wonderful thing for me, and I'm on some other foundation boards now." At that point, I was on the board of the Whitney Foundation in New York. And she basically gave me a lecture. She said, "You haven't served your time. It's your obligation." And she had brought Leslie Luttgens onto the board. And I said, "Well, you've got Leslie there." And she said, "Lewis—" [they laugh] Whatever she said, that was the end of it. I went back on the board. And by that time—

Lage: What was your reluctance to go back?

14-00:16:36

Butler:

Well, I'd literally thought that I'd done that and somebody else ought to be given the chance. I didn't think I was that special. But Bill Roth had come on the board—that's how he became a great friend—and Peter Haas. And so I inherited two new board members. And of course, now everybody that was on the original board that I went on is dead, because I was so much younger than they were. But the nice thing is that when I ended up as the— We had created a rotating presidency in the foundation, and I reduced the term from three years to two years so more people could serve. But as I was going off and Peter Haas was taking my place, I said, "You know, it meant so much to me to be on the board with those wonderful people, we ought to invite all board members back once a year for dinner after a meeting, and then discuss something, whatever it is." And so that tradition started. And Caroline Charles had had a stroke and came back. And one of her great adversaries on the board was Fred Whitman. They never really liked each other. Well, by that time, he hadn't had a stroke, but he'd had something wrong with him, and they were there hugging and kissing each other. [they laugh] But it was this great tradition, which goes on to this day. It was one of the best things— I keep saying the only thing I ever really did for the Rosenberg Foundation was to establish this tradition that you invite the old board members back. So now I go back. But anyway, that was a big deal.

Lage: Now, what was the role of the board members? Did they take an active role in deciding what to fund?

14-00:18:12

Butler:

Ruth Chance recommended the grants and we voted up or down. And I can remember Ruth being so angry at me when I voted down on a grant. And it had to do with the farm workers, in the middle of the strike, down in the San Joaquin Valley. And the grant was to provide day care for children of farm workers because the women were on the picket lines and all of that. And it came up for a vote and I said, "I'm dead set against this grant." I said, "Ruth, if this was my personal money, I'd give money to that in a minute. But it isn't; this is foundation money. And basically, you're recommending that we use our money to support a strike. Because that's what it is." It was indirect, but we were going to provide day care for the strikers. And I said, "We just can't be doing that. If we get on some political side like that, no matter how much you and I may agree with the strikers,"—and I really did agree with them—I said, "Then every time there's some other political thing—" Well, she was furious at me. And then years later she said, "Oh, you were probably right. That's what really makes me mad." [they laugh]

Lage:

And did your side win?

14-00:19:36

Butler:

We turned down the grant. Oh, I made a— I don't remember—

Lage:

You felt very strongly about that.

14-00:19:41

Butler:

I remember feeling *very* strongly about that. And I remember Ben Duniway was on my side. And then time came for Ruth to retire and Ben Duniway and Frank Sloss and I were the search committee and we were searching around to try to find a replacement for Ruth. You might as well try to find a replacement for Jesus Christ. And finally Ruth said, "Well, you ought to hire Kirke Wilson." We funded him when he was down there and he's a wonderful guy. And I had actually met Kirke because I'd funded something he was doing when I was in Washington. And so we hired Kirke. And then when the Rosenberg Foundation had its fiftieth reunion, I was made the chairman of the reunion committee, and then I gave the final address. It was a one-day session with all the people that Rosenberg had supported, talking about what we ought to do in the future.

Lage:

Looking ahead.

14-00:20:40

Butler:

Yeah. And I went back and read that, actually, a couple days ago, by accident. And I think it's probably one of the two or three best speeches I ever made.

Lage:

And when was that?

14-00:20:52

Butler:

Well, it was the fiftieth anniversary of the foundation, so I think it was 1985 or '87. And by that time, I had California Tomorrow going, and we had

California Tomorrow fellows serving as the sort of rapporteurs for groups that were meeting. And they gave me information and I tried to summarize that, as a preliminary to the address, and then I made the speech about the foundation and about California.

Lage: And it must be related somewhat to your goals for California Tomorrow.

14-00:21:31

Butler: Well, very much so, yeah.

Lage: Let's save that.

14-00:21:36

Butler: Well, yeah, let's save that because I probably ought to read the last two paragraphs of the speech.

Lage: Okay, I'll make a note.

14-00:21:50

Butler: But anyway, that was the Rosenberg Foundation. That got me in the foundation business, which I'm now out of. But—

Lage: But you seemed really involved.

14-00:21:57

Butler: —that was the first. And that's when I really began to think that foundations had a very important role in this country. Sometimes not as important as they thought, and sometimes misused, I thought.

Lage: Well, the Rosenberg Foundation seemed to be one of the most progressive in the Bay Area.

14-00:22:19

Butler: Rosenberg basically was a model for a lot of other people, and people that have written books about foundations. And it was mostly because of Ruth Chance.

Lage: Because of her—

14-00:22:35

Butler: Well, because she was such a pioneer in so many things. There's a book written about Ruth, and I wrote the introduction to the book, that Rosenberg published. Ruth was just way ahead of her time on all kinds of things. Things such as child abuse. She funded all of the stuff on child abuse. She was funding all of this farm workers stuff and pioneering efforts in the San Joaquin Valley. The only place they could *get* money was from the Rosenberg Foundation. Ruth Asawa, art—just everything. People that had never gotten foundation money before, or never even imagined, got it from Ruth. Well, you

can read the introduction I wrote to this book about Ruth. She was just a phenomenal person. And she lived to be almost a hundred.

Lage: Oh, I didn't realize that.

14-00:23:45

Butler: And there's still a group called Ruthie's Rooters. And Gladys Thacher and— Well, your friend with the oral history office, Gaby Morris. That's where I met Gaby, because we were putting together the Ruth book. And then when we finally had it together they said, "You have to write the introduction." So I did. But anyway, the Rosenberg Foundation was this huge thing in my life.

Lage: I think we should end for today, and the Rosenberg Foundation will probably come back into this story, I would guess.

[End of Interview 5]

Interview #6: January 13, 2009

Begin Audiofile 15 01-13-2009. mp3

Lage: Okay. Today is January 13. We're on our sixth session with Lew Butler, the oral history of Lew Butler. Today we're going to talk about your time in Washington, under the Nixon administration. It's a big story, and we've been trying to plot out how to go about it. And by the way, I did check and found out that we had never talked on the tape about the war and the Nixon administration. Those were all things that we talked about prior to our interviews, so let's not worry about repeating here. Okay, I think just the most logical beginning is how you happened to go to Washington.

15-00:00:58

Butler: Well, I went to Washington [chuckles] because I was a friend of the guy that got appointed secretary of Health, Education and Welfare, Bob Finch, who we've talked about before, who was the lieutenant governor and had been chief of staff for Nixon when Nixon was vice-president; then he'd come back here and done political stuff and got elected lieutenant governor.

Lage: And he'd also managed Nixon's campaigns a couple of times.

15-00:01:30

Butler: Yeah, I guess. He had run Senator Murphy's campaigns. I don't know which other ones, because I didn't know him then.

Lage: I thought he managed—

15-00:01:37

Butler: But anyway.

Lage: I see. But what was your impression of him as a person? And your impression of Nixon at that time?

15-00:01:41

Butler: Well, first off, Bob Finch was a *very* nice human being. He was also a very good political operator. But he basically had come up as a behind-the-scenes kind of guy. And in retrospect, it just was clear that the stress of being in public office, visible—television, especially—in a time of crisis, which is what the Nixon years were about, because of Cambodia— Someone said about him, he just didn't have the galvanized guts to take it. And he literally, under the pressure, collapsed. Had a paralysis in his arm and had to leave. But we can talk about how that happened, because it was right in the middle of all the ruckus over the bombing of Cambodia, what we referred to as the invasion of Cambodia, which of course led to the, maybe not entirely, but certainly was the triggering event that ended up with maybe a couple of million Cambodians dead in the Khmer Rouge and all of that. So it was an enormously difficult time, and he just collapsed under the strain.

Lage: But just to go back to '69 or '68, you must've had the offer—

15-00:03:08

Butler: Well, I never knew whether it was true or not, but there was a rumor that Nixon had offered Finch the vice-presidency and Finch had turned him down. Don't know if that's true. If he did turn it down, he was very wise because he was just not suited to that. And they gave the vice-presidency to Spiro Agnew, not exactly the most distinguished choice. We can get to that. Because I had to deal with Agnew's staff on occasion. And of course, Agnew had to resign in a deal because he was going to be indicted for a crime. But anyway—

Lage: You had certain ideas and interests—

15-00:03:56

Butler: Well, basically, I was just sort of minding my own business. We'd been doing Opportunity Enterprise Corporation. We were just getting started with ideas, and had a lot of help from Gerson Green, who was in the Office of Economic Opportunity in Washington. And he would come out here and meet with me and meet with Finch. And he was sort of the leading innovator, and he was very interested in what we were doing. I had met him through Bill Haddad, who we've talked about. Haddad had gone from the Peace Corps to OEO, Office of Economic Opportunity, and had then gone from there, out to start his own kind of anti-poverty contracting firm in New York. So Haddad was sending people out here, coming out here, and introduced me to Gerson Green, and we were planning all of this.

Lage: This was before you—

15-00:04:47

Butler: This is all sort of in the middle of 1968, before the election. But it all led to my going to HEW, basically, because I was persuading Finch that we ought to initiate these trials in California. And Jess Unruh, then the most powerful Democrat, by far, was— The three of us were the board of Opportunity Enterprise Corporation. And then by a kind of long, strange coincidence, I had two young people working with me for the summer, helping me with that. One was a guy named Tom Williamson, who, as it turned out, was part of the first black family ever to be in Piedmont, because his father was a colonel in the army and when the real estate people sold a house to Colonel Tom Williamson, they didn't know that he was black. So Tom and his family ended up as the first black family in Piedmont. He and his brother and sister also ended up as the top students they'd ever had, or at least had during that time, in Piedmont High School—[chuckles] which was a little embarrassing to the white population of Piedmont. And they all three went on to Harvard, and Tom got a Rhodes Scholarship. But in between leaving Harvard, where he was in charge of Harvard's efforts to deal—at least the student effort to deal with the assassination of Martin Luther King—That was in April of '68.

Then Tom was out here waiting to go to Oxford, and Howard Nemerovski told me I ought to talk to him, and he ended up working with me and Bob Finch for those three months. And he later ended up working with me in Washington, when he left the Rhodes Scholarship. And he was at Oxford with Bill Clinton, so he ended up in the Clinton administration. And now he's a distinguished lawyer, partner, in Sullivan and Cromwell.

The other one was a guy that I'd met when we were doing that stuff out at the Levis plant on Valencia Street, and that was Dave Sanchez. And he was getting a doctorate in education. Well, Dave ended up as the chairman of the school board of San Francisco and president of the school board, and on the police commission and on the fire commission. He was sort of the pioneer Latino. But he was then just writing a PhD thesis and ended up as a faculty member at UC San Francisco. And both of them— Dave came back to help me as a consultant when I was at HEW. But anyway, there was all of this stuff going on. And Nixon gets elected, and Finch accepts the appointment as secretary of HEW. At which point he asks me and Jack Veneman, who was a close ally of his and who I'd just met, to go back with him to help him get started. Veneman was a Republican assemblyman from Modesto. And Veneman and others, including Bob Monagan, who just died a few days ago, were the so-called young Turks of the Republicans in the assembly. They were kind of moderate Republicans. At the start, Jess Unruh tried to freeze them out, and when he realized that they were so good, he brought them into the fold.

Lage: And Bob Monagan served as speaker of the assembly or something, didn't he?

15-00:08:29

Butler:

Monagan became the speaker. When the Republicans took control of the legislature, Monagan was the speaker for two years. And then the Democrats took it back. But Monagan worked very closely with Unruh too, because as they said in his obituary, that was the only way he could get anything done because he only had a two-person margin of majority in the assembly. But it was the days when the state legislature was a much more—to me, anyway—interesting, and certainly a more civilized and friendly place. They all used to argue during the day and then drink together at night. And a lot of these people really liked each other. And Unruh had created the assembly Office of Research, which was doing all this pioneer stuff on Medi-Cal and that kind of thing. And part of that was a guy named Tom Joe, a blind Korean American. And the end result was that— [phone rings, recording may stop & re-start]

So it ended up that four of us went to Washington together for the transition from the Democrat administration to the Republican administration, and that was Tom Joe, Jack Veneman, myself, and Finch. And later on Finch stayed there, but I'd come back and forth. And the three of us would sort of travel together. Which, by the way, is very humorous because Tom Joe always complained that we didn't let him have the window seat in the airplane, him

being totally blind, of course. Just about the smartest person I've ever known in my life. He would memorize fifty-page pieces of legislation. He was the architect of the Medi-Cal program for California. And he could call you on the telephone and say, "Right after the comma on page three—" This is stuff, some of it, he had never even read in Braille. Just an *astounding* person. So there we were.

I told Finch that I'd come and help him get settled, but I didn't want to stay there permanently. As it turned out, my job was to recruit who we would have as the key people in the HEW, the assistant secretaries of Health and Education and Welfare thing and all of that. And we went to New York for—the pre-Nixon task forces were meeting in New York, just like the transition now with Obama. And a lot of wonderful things being said, most of which never happened, of course.

Lage: Did you have a good impression of Nixon at that time?

15-00:11:16

Butler: I had nothing to do with Nixon. I never had a good impression of Nixon. But I had a very good impression of Finch, and it didn't matter what I thought about Nixon because I had no plans to stay.

Lage: [chuckles] I see.

15-00:11:31

Butler: So then we went down to Washington. I remember it was just the time of the Super Bowl and we were watching the Super Bowl on television. The great upset [laughs] when Joe Namath won the Super Bowl. But I was on the floor with all of these folders of job applicants, wannabes, and going through them and trying to sort them out. So we had a transition team, and it lasted up until the time of the inauguration. And we had offices there at HEW that they gave us. And I was going through this, and I was assigned to go tell the people that were leaving—to make sure they left. There was one poor guy that was the assistant secretary for education, and I found him hidden in an office somewhere. And he'd only been there two months. He knew he was a lame duck, and he was just sort of pathetic because literally, he was sort of— like finding him hiding out. And he asked if he could stay another week because he hadn't had all the boxes packed yet. So it was that kind of stuff.

By the way, that assistant secretary for education, his parting comment to me was, "I have a wonderful secretary." And I sort of filed that away, but I didn't need a secretary. Well, it turned out she *was* my secretary. Her name was Rita Dolan, and she was just about the most important person in my life the whole time I was in— saved me from infinite numbers of embarrassments. Anyway, so I was going around hiring people and firing people.

Lage: And what were you looking for? Was Finch telling you look for this, that, and the other thing?

15-00:13:23

Butler:

Well, people were applying and recommendations were coming in, and we were talking. And I sort of found the assistant secretary for education on my own. His name was Jim Allen, and he was the commissioner of education for New York, and he'd been recommended by a good friend that I'd been working with at the Ford Foundation, a guy named Marv Feldman, who introduced me to Ed Meade at the Ford Foundation. And Ed Meade ran their education programs. And as it turned out, Allen was willing to be assistant secretary for education, but he couldn't come for about three months. So I borrowed Ed Meade from the Ford Foundation to be in his place, and plopped Meade down in an office next to mine, and he and I did education policy for three months, waiting for Allen. So it was that kind of stuff. The big deal was getting an assistant secretary for Health. And a friend of mine was in the job at the time, Phil Lee, later my partner at UCSF.

Lage:

Oh, from the Johnson administration.

15-00:14:29

Butler:

Yeah, I knew his family and his brother was a very good friend. And Phil said he was going to stay on for another two months before coming out here to become chancellor of UCSF. In fact, he hadn't been voted in as chancellor and that was the big vote. I think the regents voted eight to seven and he got it. And he got it because Jack Veneman called Bob Monagan, who was a regent, and said, "This guy is a good guy, [chuckles] make him the chancellor."

Lage:

Did he want to get rid of him? [laughs]

15-00:15:06

Butler:

No. We liked him, but he was getting rid of himself; he didn't want to hang around with Richard Nixon. So I was looking, we were all looking, for an assistant secretary for Health, but I was the point person doing that. And we settled on John Knowles, who was the head of the Mass [Massachusetts] General Hospital and a good guy. And that started me in the health business, because in fact, Knowles was never approved. We had an almost one-year fight to get Knowles approved by the White House.

Lage:

Oh, by the White House, not the—

15-00:15:42

Butler:

And when they originally called me and said that we're having a problem with clearance on Knowles, I thought that was the security clearance. I knew he wasn't a Communist, but I called him up and said, "Tell me, have you got a mistress hidden away somewhere?" [Lage laughs] And it wasn't that at all. The AMA had given \$7 million to Nixon for his campaign and they wanted a veto, and they didn't want Knowles because he was for national health insurance and had been seen in a committee of one hundred, with Walter Reuther and Ted Kennedy and others, advocating national health insurance.

Lage: And did you know that when you suggested him for the job?

15-00:16:23

Butler: We knew that. We knew that, but we didn't know that the White House was going to succumb to the pressure. And finally, it wasn't even the White House. We flew down so Finch could appeal to Nixon to get Knowles. We flew all the way to that crazy island—or at least to Miami—and Finch went out to— What was the place where Nixon had his retreat with [Charles] Bebe Rebozo, just out in the keys?

Lage: It wasn't Palm Beach? [Key Biscayne]

15-00:16:55

Butler: No, it was in the keys. But anyway, that failed and we stopped to see Mrs. Martin Luther King on the way. Anyway, so—

Lage: So Knowles did not get—

15-00:17:09

Butler: —just to finish that story, the people in the Congress that had gotten all the money, the Republicans, wanted to kill Knowles—especially a congressman named Wilson, from San Diego. And he was chairman—

Lage: Pete Wilson?

15-00:17:25

Butler: No, not Pete Wilson, another Wilson. Bob Wilson, I think his name was. And he had been chairman of the congressional campaign committee for the Republicans, and he didn't want Knowles. And because the AMA, they'd given him all the money, didn't want Knowles.

Lage: And was this upfront? How did you find out about the—

15-00:17:46

Butler: This was in the newspapers all the time.

Lage: Oh, I see. You didn't—

15-00:17:49

Butler: And we were trying to keep it quiet but people kept wondering, why don't they have an assistant secretary for Health? So this battle was going on in the newspapers. And finally, we thought we had Wilson under control, and it turned out that Everett Dirksen, the chairman of the Republicans in the Senate, Senate majority leader then— Minority leader? I forget. Anyway, Dirksen said no on Knowles and that was the end. By this time, I had accepted the job as assistant secretary for planning and evaluation. And I had been doing Knowles's job because we had no Knowles. And that had gone on for almost a year. And when we finally got the word from the White House, they said, "You've got twenty-four hours to find an assistant secretary for Health and

[then] we're going to appoint a guy," who was just *terrible*. He was a right-wing doctor. I forget his name now. Rousselot, I think. Not the congressman, but in the Defense Department. Just absolutely awful. And we literally had twenty-four hours to find a replacement, and that started about five o'clock on, I think it was a Wednesday or Thursday night. Finch had to make a speech, Veneman had to go somewhere else, and they said to me— We went through a list of people. And there were some that the White House said, "You absolutely can not have," and there were others that we just flat out didn't want.

But the one person we thought we could maybe smuggle in was Roger Egeberg, who I knew about and I'd met once or twice because we'd had him come back to help us with something at HEW, I think when we were dealing with Head Start and the medical part of Head Start. And I liked Egeberg, but I'd met him maybe one day in my life. And so literally, at about six o'clock Washington time, I called Egeberg and told him, I said, "We're trying to appoint Knowles. We can't have him. We have to have somebody in twenty-four hours. And I know this sounds stupid, but would you take the job?" And he said, "Wait a minute." And he went, he said, "I had to close the door." He said, "Now, say that again." [laughs] He said, "I'm sitting down." I said, "We want you to be the assistant secretary for Health."

Well, he had been Douglas MacArthur's personal physician in World War II and had gone to New Guinea with MacArthur, had kept MacArthur on his feet. And a very patriotic guy and a very big Norwegian American; wonderful sense of humor, and just a real— a genuine sort of patriot. And he said, "Well," he says, "Can I call Knowles?" I said, "Sure, you can call him." But he said, "Well, you don't mind if I talk to my wife?" [they laugh] I said, "No, but whatever you do, you've got to be on an airplane at nine o'clock tomorrow morning. And here's my home telephone number." So I went home and Finch and Veneman were off doing whatever they were doing. This was my problem. And he called me again from home and then he said, "I'm trying to reach Knowles." And then he called back and it was about one or two a.m., so it was about eleven o'clock in Los Angeles, where he was, and said, "I'm coming!" [they laugh] And I thought, wow.

Lage: Now, tell me— Well, two things. What did he have to recommend him, policy-wise? And what did he ask you about what he was getting into?

15-00:21:56

Butler: Basically, the thing he asked me is, "Are you in as much trouble as I think you are?" And I said, "Yeah. We're in terrible trouble. We're going to get foisted off on us some terrible doctor from the Defense Department." I said, "This is a crisis for us." And that's when he said he wanted to talk to Knowles, to find out, were we good guys? Knowles had said to him, "These are good guys. Go help them. They killed me, but they only had one bullet. They can't fire the second bullet at you."

Lage: But did you have a sense that he favored or didn't favor national health insurance?

15-00:22:32

Butler: We didn't know at that point. We didn't know whether *we* favored national health insurance.

Lage: Yeah, that's what I'm thinking; maybe you didn't.

15-00:22:37

Butler: No, all we knew was that he was a good guy, he was the dean of the USC Medical School. We didn't even know he was a Democrat; turned out he was.

Lage: And did you have any trouble getting him?

15-00:22:47

Butler: And we knew we could probably get him through the appointment process because the White House had blackballed so many people; and so many others looked liked Knowles that he was sort of the last survivor. So he called and said, "I'll be on the plane in the morning." Well, of course, what do I do? I go back to sleep. [Lage laughs] And I slept. I used to get to HEW about seven o'clock in the morning. I just slept in—I'd done my job—[chuckles] had a leisurely breakfast, and showed up in the office about nine, I think. And my secretary, Rita Dolan just grabbed me and she said, "The secretary and the undersecretary are going *nuts*. They want to know what happened about Knowles and the whole thing." So I walked down to the [chuckles] secretary's office and walked in. I said, "I'm sorry. Lookit, I did the job. I got him. He's on a plane. He'll be here tonight."

So we arranged to meet him with a limousine and smuggle him into the basement, so the press couldn't see him and so the White House couldn't see him. And we got him in and brought him up and he talked to the three of us and we made the deal. And we would announce it the next morning, at a press conference. Well, I forget how we dealt with the White House, but we said we were going to announce the appointment, and I don't think we asked their approval because we'd had it with them. So the next morning, the press conference is starting, is going to be at ten o'clock. And the night before—I guess it was Friday night—I'm listening to Public Radio and Dan Schorr is on Public Radio and he's announcing that we've selected Knowles [misspeaks, means Egeberg]. And I can't figure out how the hell he got the story. And I had met him, and I later got to know him better, because his wife was a terrific person in health and had worked for the United Mine Workers and all that. And just a wonderful woman, Liz Schorr. And Dan Schorr was a big Washington reporter then. He's still, in his eighties, he's still doing stuff for Public Radio. So anyway, we had the press conference. We announce Knowles[sic].

Lage: No, not Knowles.

15-00:25:18

Butler: No, we announce Egeberg.

Lage: Now, did Dan Schorr get Egeberg's name?

15-00:25:25

Butler: Yes, I must've mis-stated. Dan Schorr announced the night before, that we had selected Egeberg. That's what I meant to say. I said Knowles, I guess. So we have the press conference. Egeberg is this big, six-foot-three-inch, heavy Norwegian with a huge smile. Just charms everybody. Talks about Douglas MacArthur. It couldn't have been better. But I went up to Dan Schorr afterwards and I said, "I've got only one question." I said, "I got that telephone call last night at home, from Egeberg. And I want to know, did you or somebody tap my home phone?" And he said, "Relax." He said, "I won't tell you how I figured [it] out, but I didn't tap your phone." I said, "Well, I don't believe you. Because how would you have figured out—" He says, "Okay, I'll tell you. I went over with Liz all the people that you knew about, and I figured who had to be eliminated because they were too much of a Democrat, and who you didn't want to have because they were too right-wing Republican. I figured your only hope, maybe, was Egeberg. So I called Egeberg's office and his secretary said, 'Oh, he's not here. He's flown to see his sick sister. [they laugh] And on the East Coast.'" And so he said, "That's when I knew I had you."

Anyway, but that's how I got in the health business, because I was doing Egeberg's job, as well as my own, for those eight or ten months when we didn't have an assistant secretary for Health. And I never got out of the business. And in the office, the deputy assistant secretary of Health used to always tell Egeberg that, "Lew is stealing your thunder. He's making all the decisions, and he's the one going to the White House and he's writing the national health insurance—" But two things. One, Egeberg and I really liked each other. He kind of owed [chuckles] his job to me. And second, that wasn't his strength anyway.

Lage: You mean the legislation end of it?

15-00:27:30

Butler: Well, financing health insurance. His real strength was as a model of what a doctor ought to be in the United States, for the public health service and all of that. And how to train doctors, because he was the dean of the USC Medical School. So anyway, I ended up doing all of the health insurance part. And also doing— Later on, we invented the name HMOs.

Lage: Oh, you did?

15-00:27:59

Butler: We didn't have a health policy. And when we didn't have one, I wrote a message for the secretary, said there was a crisis in health care. Well, there

was. We were spending a lot of money; it was going up. But the only real crisis was that we didn't have a health policy. [they laugh] And later, I saw a whole *Harvard Law Review* devoted to the crisis in health care that I'd declared [laughs] because we didn't know what else to say. [Lage laughs] But anyway, by 1970, we needed some kind of health policy. And we weren't getting anywhere on national health insurance. We were trying to have a health component to our welfare reform, called the Family Health Insurance Plan, but that was getting us into all kinds of trouble because it meant expanding Medicaid—Medi-Cal in California—and we just didn't have a solution.

And so we kept stalling. And then John Ehrlichman called me and said, "Come over and let's have lunch at the White House." And I wrote a private paper for him, about why we needed an national health policy but we couldn't get one, and what the problems were. So we were stalling. And in the middle of all that, Tom Joe introduced Veneman and me to a guy named Paul Ellwood, who ran a health research outfit in Minneapolis. And we met Ellwood. We had to meet him secretly, in a hotel room at Dupont Circle, because we didn't want the staff of HEW— Because they were all against what Ellwood had been talking about. And he'd been talking about, essentially, promoting things like Kaiser and organized medical care and prepaid plans, which, of course, anathema to organized medicine, by and large.

Lage: To the AMA and—

15-00:30:00

Butler:

AMA and others. There were models of that around, the Palo Alto Clinic, as well as Kaiser. Kaiser was the biggest deal. And even Kaiser didn't want to get too much involved in that because they wanted to keep their heads down and not— They'd had so much trouble from organized medicine. They were successful; they didn't need to be a national model for anything. But anyway, Ellwood came, talked about this. Said we ought to have a health maintenance strategy. And I liked Ellwood. He's still a friend and we traveled to Europe together later and did all of that stuff. Skied together. And with Alan Enthoven, we started what was called the Jackson Hole Group, which was a bunch of health policy people. But anyway, so I met Ellwood and I said, "Well, keep coming back." But I would have to meet him on Saturdays, when my own staff— because I knew they'd get all agitated if they knew I was talking to this guy. So he'd fly down from Minneapolis. And eventually, we came up with a proposal to promote organized prepaid care, like Kaiser. Well, we said, now, the White House could put that out as their proposal. Well, it was too hot for the White House to touch, which was great because it meant we could write it any way we wanted. So I wrote a message for the secretary.

I remember I was writing it on an afternoon and he delivered it to the press about an hour later. And other people were hovering around. And basically,

Ellwood had come up with the name health maintenance, and I think I'd added organization. Anyway, they weren't HMOs then; they were called health maintenance organizations, didn't have the initials. So we announced this big strategy to promote health maintenance organizations and why they were needed to improve the quality of medicine and decrease the cost. Because these organizations would have an incentive, like Kaiser, to promote good health and keep people healthy, not just treat their illnesses. Because fee for service medicine, the way you made money as a doctor was somebody got sick; you had no incentive to keep them well. And besides, you had no vehicle for keeping them well. Well, of course, we later found out Kaiser hadn't done much on [laughs] health promotion, either. They're now much better. So that was our health policy.

Lage: How did it fit in, though, with government financing, making all of these— If you promote the health maintenance organization.

15-00:32:38

Butler: Well, to make it possible, we advocated a part C to Medicare, where Medicare could contract with these outfits.

Lage: This is for the older population.

15-00:32:50

Butler: Yes. And thinking that that would stimulate these organizations. And we called for research grants and I forget [what all]. None of that ever happened because the administration went back on HMOs as I was leaving. So I told Ellwood, I said, "Go up to the Democrats [chuckles] and Ted Kennedy on the hill and get your stuff passed." And he did.

Lage: Had Kennedy, at that time, favored more of a national health insurance?

15-00:33:17

Butler: Well, Kennedy had a *huge* proposal, essentially for nationalizing health care in the United States. And that was our big—

Lage: Kind of extending Medicare to everyone?

15-00:33:27

Butler: Well, yeah. It was not just a single payer system, it was getting close to a British system, where the United States would have clinics and all the rest of it. And of course, it was attacked as socialized medicine. Any proposal for national health insurance was attacked as socialized medicine. But the only real attack of that kind that had any merit was against Kennedy's proposal. Because that was the Reuther proposal and so on, and they basically wanted to get health insurance off the back of American employers and have it funded by the government. Well, that meant that you had to put up a huge amount of money. And I wrote the testimony. It was going to cost \$80 billion just to get started. That's new tax money. Now, it was going to replace old money that

was being spent by employers and so on. But we managed to kill the Kennedy proposal just by saying \$80 billion before the Congress. And that's all the television cameras reported, and that was the end of the plan. But anyway, so that was the— So we basically hadn't gotten in the health insurance business. We were trying to get into it for the poor, to go with our family assistance plan, which was basically reforming welfare. But people on welfare were entitled to Medicaid. And then we were going to put more people on welfare, because we were eliminating the problem that if you made more money, if you got up to a certain level, suddenly you lost your welfare. And that gave you an incentive—

Lage: And your health care.

15-00:35:08

Butler: —not to go to work. The so-called notch problem. So we graduated that. And so we were going to put twice as many people on welfare as were already on. And that was our first big proposal. But anyway, just to finish the health stuff. We had HMOs, and then the next year we had the Nixon health insurance plan, which we wrote. And by that time, Elliot Richardson was the secretary.

Lage: And what was that?

15-00:35:36

Butler: Well, interestingly enough, we did an option paper for the White House that gave them three choices. One was sort of a universal Medicare, which was just there as a straw man because we knew the White House didn't want it, and we didn't want it. The other one, which had basically— By this time, I had all these economists—Martin Feldstein, who ended up as the head of the Council of Economic Advisers for Reagan. He was a young health economist. And he would come down and I'd take him with me to the White House to persuade the cabinet that we knew what we were talking about. But he wanted to have just a catastrophic health insurance program and let everybody else cover themselves, and we were actually on the verge of recommending that. And I think maybe we even, when we sent the option paper to the White House, I think maybe that was the preferred option. But this was in new years of 1971. I came back and said to Richardson, "I'm sorry. I've screwed it up. We want to take the other option." And the third option was to mandate that employers provide health insurance to their employees. Which, of course, General Electric and all the auto workers were getting that, but we wanted to extend that through the country. And then because it would put a burden on low income— small employers, then we wanted to have a subsidy for small employers. And then as part of it, we knew we had to regulate health insurance, which was state regulated. That was this huge package.

Lage: And was it tied in with your health maintenance organization strategy?

15-00:37:23

Butler: Yes, it was. But by that time, the White House was kind of cooled off on that. That was in the presidential message, but they weren't about to do anything about it. But at that point, there were five or six proposals in the Congress on national health insurance and we got in the ballgame with this plan—though it had a lot of problems. But later it became the Ford plan and the Jimmy Carter plan. [chuckles] They kept improving it, but still it was mandated health insurance. And to this day— there're big elements of that in the Obama plan.

Lage: Yeah. And it still hasn't passed.

15-00:38:03

Butler: But it still hasn't passed. So that was my career in the health business.

Lage: But then you went on, which we won't talk about today, and became—

15-00:38:14

Butler: Then when I knew I was quitting, because I couldn't stand Nixon any longer and I'd done everything that I thought I could do, that's when Phil Lee called up and said, "What are you going to do?" And I said, "I don't know. I'm going to look for a job." And I talked to Stanford Law School and others to see if they'd take me, and they really wouldn't, and shouldn't have. But Phil and a guy named Eugene Lee, who was the head of the political science department at Berkeley and who I knew, the two of them got together—and Phil was, of course, the chancellor at UCSF—and they put the arm on the Boalt Hall, the law school, to take me in for a year. So when I left, in June of 1971, I started at Boalt that fall. Of course, I had no qualifications to be a law professor, but they had an empty slot. Some guy was on sabbatical and they gave me his office and let me fuss around and teach a few courses on technology assessment and things like that.

Lage: Now we're way ahead of the game.

15-00:39:22

Butler: We're way ahead. That's the end of my health career. I mean that's the end of my HEW career. And I went from Boalt Hall with Phil, and that's—

Lage: That's another story.

15-00:39:33

Butler: That's another story.

Lage: But what you've never really told was how you happened to stay in Washington. You were just on the transition team, you were trying to find these appointments. So what happened?

15-00:39:43

Butler: Well, how I happened to stay is— I had found someone to appoint to every other assistant secretary. Those are the political jobs. And there's an assistant

secretary, Jim Farmer, got the one for administration, and Jim Allen for— And of course, I didn't have Egeberg at that point, but I'd done everything else. And there was one job left, and it was this kind of mysterious job called the assistant secretary for planning and evaluation. And that was a whole new kind of buzzword in Washington, zero-based budgeting. Somehow, they were going to get away from all the incremental stuff and they were going to re-examine every program. And it had been pioneered in the Defense Department.

Lage: Does that mean kind of starting from scratch, to evaluate programs, instead of just adding on?

15-00:40:41

Butler: Yeah, to really look at what you ought to be doing, which of course, politically, denied that there's a US Congress, that there's a constituency, that there're lobbyists. But so they created these jobs and it basically made every department have such a thing. And the person in HEW who had the job was Alice Rivlin. And she had come there—

Lage: She had it under Johnson.

15-00:41:15

Butler: She had it under Lyndon Johnson. And at that point, Wilbur Cohen had been the secretary of HEW. John Gardner had been there through 1967. And I had met Gardner out here, and my friend Howard Nemerovski had been this White House Fellow, and he, Gardner, created the White House Fellows and all that. But he'd left and Wilbur Cohen, the architect of Medicare, had taken over as secretary of HEW. And he had this really quite wonderful woman economist, Alice Rivlin, in the job. She had been the deputy and a guy named Bill Gorham, who'd gone to run the Urban Institute, had then quit to do the Urban Institute job. So when we arrived, there was Alice. And we all liked Alice and tried to persuade Alice to stay on. By the way, she'd later ended up in the Bureau of the Budget, under Carter. Well, anyway, with Panetta. Alice had held every kind of job you can imagine, including vice-president, I think, of the Federal Reserve, I forget. But anyway, Alice said, "Oh, I can't stay. I'm going to go to Brookings."

So I'm starting looking for this job. And I go around and I talk to Gorham. And he said, "Well, the one thing you shouldn't do is hire a lawyer. Get an economist. And here are the names of the economists." And so I would interview economists and do all of that. In the middle of all this—it was the last open job—this Gerson Green, who had come back, who we'd borrowed from OEO, who'd been working with us with Finch, he was over— And Gerson Green was practically regarded as a Communist by the White House, and Gerson was just a plain old-fashioned socialist [Lage laughs], and a wonderful guy, and a good friend of mine. And Gerson had gone to Finch and said, "You ought to make Lew the assistant secretary for planning and

evaluation. You trust him. He's not an economist, he's not an analyst, but he's an innovator. And that's what you need."

Well, at that point, I had persuaded Finch that he ought to hire his best friend, Jack Veneman, as the undersecretary. And he said, "Well, I can't do that. He's a friend of mine." And I said, "Listen, the guy's fabulous. He can deal with the Congress. You can trust him perfectly." He said, "Well, there'll be two Californians." I said, "So what?" Because I had come to the conclusion Veneman was just *wonderful*. Because I hadn't really known him before, and he and I really became much closer friends than I ever was with— He was basically my closest friend in the department and we did everything together. I even shared an office with him when I was in this transition stuff. So he and Finch came to me and said, "We're going out to lunch." This is about February, and I was getting ready to go home. And they said, "Okay. We want you to take Alice's job. We'll make you the number three guy, so when the two of us are out of town, you'll be the secretary." They were dangling all this power in front of me. Well, by that time, I was hooked anyway.

Lage: Because you were finding the process—

15-00:44:40

Butler: Well, I had Potomac fever, I think, because it was *fun*. And we were doing a lot of stuff. And so I called up Sheana and said, "What do you think?" And she said okay.

Lage: She wasn't out there with you.

15-00:44:59

Butler: She had come back once or twice, I forget. But no, I was living in a dingy hotel in Washington, with Tom Joe, blind. Another funny story. Tom had to educate me about welfare and income maintenance. I didn't even know the names, much less what it was. I couldn't tell Medicaid from Medicare when I got there. I'd go down and get my evening tutoring from Tom Joe. And the famous story was that every time I'd leave his room he'd say, "Now, remember to turn the light out," because he was blind, of course. And I didn't want to sit in the dark with him, so I always turned the light on when I came in. Anyway, so Sheana said okay. But it was tough on the kids because they had to be moved out of schools in April and we rented a house and all that. But anyway, I stayed.

Lage: And how old were the kids at that point? You showed me a picture there.

15-00:45:54

Butler: It was 1969, so they were fourteen, twelve, and three or four, I forget.

Lage: Yeah. Not too easy, at fourteen and twelve, to pick up and—

15-00:46:10

Butler: No, that was the toughest part. Because I had been spoiled by the fact that we'd taken them to Malaysia when they were four and six. And that had worked so well, I thought you could— Well, you don't move teenagers. And it was very tough on both of them, for which I now feel kind of badly. But anyway, that's what we did. And we rented a house and eventually, Pete McCloskey's wife found us a house near them, in McLean, Virginia, and we moved in.

Lage: And were they friends with the McCloskey family?

15-00:46:45

Butler: Yes. Yeah. We all knew each other. Even though Sheana was younger than Pete's wife, but we'd all been at Stanford at the same time.

Lage: So we've got you in that job.

15-00:47:01

Butler: So I'm there.

Lage: And we found out what you did with national health insurance.

15-00:47:09

Butler: Well, the first big deal when we started was welfare reform. And it was basically conjured up in my office, by a bunch of very smart people that were left there by Alice Rivlin, and who stayed on. And Tom Joe was one of the chief architects of it.

Lage: Now, what was the impetus for doing it? Did that come from the White House or come from Finch or—

15-00:47:33

Butler: No, the impetus came from us. And it came from these smart people working for me, primarily. But also Tom Joe and Jack Veneman, who had been in the welfare business in California and knew how lousy the system was. And so we conjured up the Family Assistance Plan. And we did it in conjunction with the Domestic Council and [Daniel Patrick] Pat Moynihan, who was then the domestic policy advisor in the White House. And it became known as the Moynihan Plan because we put Pat's name on it, because we knew that that would mean we could get it approved in the White House. [laughs] But it was our plan.

Lage: [laughs] But he embraced it?

15-00:48:16

Butler: Oh, yeah! He *loved* it.

Lage: Now, what was the—

15-00:48:20

Butler: The basic idea— there were two things. One was to get this notch effect out of welfare, so if you got a job you didn't lose your welfare. It was basically a negative income tax, and it meant that as you earned money you lost welfare. When you got to the point where you earned enough, you lost *all* the welfare, but there was no cliff that you fell off. It just sort of went up.

Lage: And health insurance fits in there, too.

15-00:48:45

Butler: We denied it was what it was. But it was a popular idea, called a negative income tax at the time. And even people like Milton Friedman had advocated it because clearly, welfare discriminated against people that wanted to go to work because if you got a job, no matter how little you made, you lost all your welfare benefits. And on top of that, you lost your Medicaid, your health insurance. So that was the centerpiece, the Family Assistance Plan. And basically, it was similar, but Clinton's plan, his welfare reform, was much tougher. It actually threw people off the rolls. But it had elements of the Family Assistance Plan. Then we had the Family Health Insurance Plan to go with it. But we never could figure that out, so what we called the Family Health Insurance Plan never really— We never got it straight. It sort of disappeared when we got into national health insurance.

Lage: Was it not needed, maybe?

15-00:49:54

Butler: So I was completely out of my depth in that time. But at that point, people were coming— Nelson Rockefeller was the governor of New York. And he wanted welfare reform so he came down and talked to us. And there was a whole bunch of people sort of on the outside. J. Irwin Miller, from Cummings Engine, came.

Lage: And what was his concern?

15-00:50:18

Butler: Well, they were all worried. They all wanted some more enlightened form of welfare. The problem was that nobody in the cabinet, except George Shultz, who was the secretary of labor at the time, later secretary of state, of course— He was for this because they were interested in having people get jobs, and people weren't going to get jobs if they were going to lose their health insurance and lose their welfare. So anyway, we took this package to the White House. Jack Veneman was there to be the principal salesman, and my deputy, a guy named Bob Patricelli, who just had a huge amount of experience. Well, he was twenty-six or -eight years old at the time, but he was a star. He'd been in the first group of White House Fellows. He was a friend of Nemerovski's, and they all said, "Patricelli's the best thing to ever happen." And he had been working for Senator Javits, from New York, a very liberal Republican senator, on welfare and all that kind of stuff. So I hired Bob as my

deputy and he took over the welfare reform. And Tom Joe and Jack Veneman designed a partnership program to go with it, which was Supplemental Security Income, which was nationalized welfare for the aged, blind and disabled.

Lage: And that was the first time we had that.

15-00:51:53

Butler: And that, we got passed. We never got the Family Assistance Plan. But thanks to Veneman and others, we planned Supplemental Security Income and aged, blind and disabled people in Mississippi, their welfare payments went up four or five times. And then it basically helped subsidize California, which had already fairly high— So that's so-called adult welfare. *Really* needy people that weren't eligible for Social Security. Just this huge hole in our social support system. That was basically the greatest monument, I think, of the whole time we were in HEW.

Lage: And did that come with health insurance, also?

15-00:52:38

Butler: No. That was just cash payments. But a lot of those people were eligible for Medicaid in those states.

Lage: Because I know that this notch effect is a particular problem with people who are disabled, get jobs and they have tremendous health care costs and—

15-00:52:58

Butler: Well, and that's— I'm too far removed from it. But most of this was going on without my— I was sort of tagging along, but I was just learning the names of things from Tom Joe and so on. So essentially, Bob Patricelli ended up doing my job. And finally, he moved to become Jack Veneman's deputy, which is what he was really doing, and the two of them were out selling welfare reform. And then I remember going with Jack to see Wilbur Mills, the chairman of the House Ways and Means Committee. Wilbur Mills, the then most powerful guy on Capitol Hill, maybe the most powerful person in Washington, next to the president. And Wilbur Mills was just wonderful, and he knew more about the tax laws, the welfare laws, every— He presided over the passage of Medicare and Medicaid. Now he's remembered for having been found with a stripper in a tidal pool, when he became an alcoholic, but he was just an absolutely extraordinary man and legislator.

So we'd go deal with Wilbur Mills. I didn't that much, but Veneman really was the one that worked with the Congress, and Patricelli was working in the White House. And I was sort of cheering, but not doing much. Well, it turned out that the cabinet was dead set against this plan. And they had a big meeting up at Camp David. And I remember Bob Patricelli had to be flown home from Martha's Vineyard, where he was on vacation—it was about August or something—to go to the meeting. And here he is, twenty-eight years old,

appearing before the whole cabinet. And it was like Lincoln said, [laughs] “I’m interesting in what you all have to say, but there’s only one vote in the room, and that’s mine.” Well, basically, Nixon said, I want it. And he wanted it because he was trying to move to the center spectrum of American politics. He didn’t care whether it ever passed or not. He wanted to support it because he was trying to drive Teddy Kennedy, who they thought might be his opponent in the next election, drive Teddy Kennedy way out into left field, where Nixon would occupy the center of the American political spectrum.

Lage: Now, how did you come to that conclusion? Were you at that meeting?

15-00:55:33

Butler: No. I came to that conclusion because he supported national health insurance— And I kept wondering, why is the president going along with all of this stuff that we’re proposing, when most of the people think we’re pinkos over there?

Lage: Yeah. And the AMA’s opposition and—

15-00:55:49

Butler: And all those people. Well, it was because Nixon was saying to people like the AMA and to the southern—and that’s a whole other huge issue, civil rights—“I’m with you.” But what he was doing— And he wasn’t going to expend any political capital on getting welfare reform passed. Jack Veneman and others got it passed, got the adult welfare passed. Nixon just wanted to have his name on all of this stuff so he’d look good to the independent voters and the moderate Republicans and so on. And of course, Nelson Rockefeller had been the alternative to Barry Goldwater in ’64 and I think Nixon wanted to look more like Rockefeller. Enough like Rockefeller that he could get the Rockefeller Republicans and the independents. So everything we proposed in HEW in those days was accepted by the White House.

I couldn’t figure it out. I thought we must be really good. And then I realized, first off, Nixon didn’t care about domestic policy. His whole life was foreign affairs. And that makes sense for a president. That’s what presidents do, is foreign affairs. Congress does policy. And so Nixon wanted to spend his time on foreign affairs and he wanted to look good on domestic policy. And we were making him look good to some people. Making him look terrible to some others, but he was telling them, “Don’t worry, I’ll keep those guys under control.” So everything we were proposing was getting accepted.

Lage: Did the cabinet weigh in negatively?

15-00:57:36

Butler: Well, the cabinet weighed in against welfare reform and lost, because Shultz and Finch and the president wanted it. And Patricelli had stood up there and explained it. Patricelli didn’t persuade anybody, but he was the classic kind of person that, for example, Elliot Richardson liked—a product of the *Harvard*

Law Review. And anybody like Richardson, anybody on the *Harvard Law Review*, can do anything. So Patricelli was wonderful. And he clearly wanted to get out from under me and up next to Veneman because there was more power up there.

Lage: So was he making end runs around you? I'm not getting exactly what you're saying there.

15-00:58:20

Butler: Well, what I meant was that Patricelli was ambitious. And he shouldn't have been my deputy, he should've been Jack Veneman's deputy; and he ended up there because he was going to the White House and doing all that stuff. And I was supposed to be running a think tank. Turns out I was running a White House thing, too, but it wasn't on welfare reform, it was on education and health and the environment and so on. So anyway, that was our first big deal, welfare reform. But while that was going on, all these other things were happening. And one of them—

Lage: It's just about to run out. Sounds like it's a good place to change here.

[End Audiofile 15]

Begin Audiofile 16 01-13-2009.mp3

Lage: Okay. We are on the second tape of the January 13 interview. I think this is tape sixteen. You're about to launch into a new direction here.

16-00:00:14

Butler: Well, we've covered Health and Welfare. Education was the E in HEW. Now, of course, there's a separate Department of Education. And even in those days, it was physically separate. It was across the street, and a very busy street, so it wasn't that easy. And the people in the Department of Education, or the Office of Education, as it was then called, the less that people messed with them from across the street, the better.

Lage: And why was that? Why did they have that kind of independence?

16-00:00:52

Butler: Well, because they wanted—just like any department wants to be left alone to do what they want to do, or any office does. And in financial terms, it was a huge H, health expenditure, because of Medicare and Medicaid; a huge W, because of welfare expenditures; and a tiny little E, because the federal role in education is only 7 percent of the spending on education. It's a state issue. And so they didn't get a lot of attention, and they regretted that at times; but also they didn't get a lot of interference, because everybody was muscling around with the H and the W. Well, I had appointed and selected Jim Allen, and had done education policy with Ed Meade for four months. And when Allen arrived, I sort of stayed in the education business.

Lage: You crossed the street.

16-00:01:53

Butler: And the other big deal was, of course, that I was the one that had the contacts in the White House. And the White House was perfectly happy to have us have Jim Allen as assistant secretary of Education, but basically, they didn't want him messing around in education messages from the White House. So I was the one that did that. And I did it with guys that were working for me, in particular, Mike Timpane, who's still a great friend and ended up as the head of Columbia Teachers College; and a guy, John Brandl, who ended up as head of public policy for the University of Minnesota and a majority leader in the Minnesota legislature. So I had this education staff that I'd inherited from Alice Rivlin, who were very, very good. And I had the contacts with Ehrlichman. So we started developing education messages. And Jim Allen always felt left out, and I would try to take him with me when I could and keep him informed. But we basically did presidential messages on higher education. None of it had any real impact.

Lage: Yeah, tell me what you mean by education messages. You talked about policy and then—

16-00:03:21

Butler: These are presidential messages to the Congress. The president sends a message to the Congress. That's what the health insurance message was in 1971, that's what the welfare message was.

Lage: I see. Is it asking for legislation?

16-00:03:37

Butler: Yes, right. And these were presidential messages. And they're designed to go to the Congress, this independent branch of the government. A lot of it was just flat out PR. The president may have no intention, which Nixon did, of doing anything about the stuff he's saying. So I did that stuff on education. And we had an education task force headquartered in the White House, with me on it; and a guy from the Council of Economic Advisors, Herb Stein, a wonderful man; and someone from John Ehrlichman's staff. And the guy writing the message was Bill Safire, who later wrote for the *New York Times*. But I really liked Safire.

Lage: And he was a speech writer for Nixon.

16-00:04:30

Butler: He was a speech writer. But that's what we were doing, we were writing a presidential message. That's a speech, even though Nixon wasn't going to deliver it as a speech. But you need a speech writer, and we got Safire. And I remember, one, I really liked him; and second, he was *very good*. He later was blamed for Spiro Agnew's, all of his provocative—

Lage: Nattering nabobs. [laughs]

16-00:04:55

Butler: The nattering nabobs of negativism, that was a Safire thing. But I remember very well when we were doing the message on higher education, and Bill had drafted it. And I said, "This just doesn't have any punch." I said, "Here we're proposing to expand student aid enormously," kind of almost a GI Bill for low income students. And again, the president was going along with it because he wasn't going to kill himself getting it, but he wanted to look good. And I said, "The message sounds kind of mundane." And I remember I just looked at the message. Safire's sitting there and he's scribbling something. He says, "Okay, Lew," he says, "How's this sound? 'From this day forward,'" or something like this, "'No deserving high school student in America will be denied access to higher education because they are poor.'" [laughs] That was the lead sentence. And I go, "Hey!" So they all fell by the wayside, but we put out these messages. And we were going to create a national institute of education to improve schools, because they clearly needed improving. And we had all these ideas. And Moynihan was all for that stuff. And we were going to have a foundation for higher education. Moynihan and I went up to the Hill on that one. That one was dead on arrival because Moynihan said that there are only about a dozen institutions in the United States that deserve federal funding because they're the best; and that was, of course, Harvard, Yale, Stanford, Berkeley, [laughs] and so on. Well, 95 percent of congressmen didn't go to those institutions, so that one was dead on arrival.

But strangely enough, it all ended up after I left, in the creation of the Fund for the Improvement of Postsecondary Education, called FIPSE. (Stop a second there. I'm trying to think. Keep going.) So eventually, FIPSE passed, after I'd left Washington. And at the time, I was serving nominally as an advisor to Clark Kerr on the Kerr report on higher education. He had a bunch of us from the Berkeley campus doing that. He didn't care at all for the advice, he just wanted to get together and tell us what he was going to do, [chuckles] and that he'd do it. But anyway, the Fund for the Improvement of Postsecondary Education legislation passed. It was basically a national, publicly funded foundation to give grants for innovation in higher education. And Elliot Richardson called me up and said, "Hey, would you be the chairman of it?" Because they had a bunch of outsiders, like the board of directors of a private foundation.

Lage: This was after you'd left.

16-00:07:56

Butler: So I chaired the FIPSE board for about five years. And that was great because we were funding first rate things.

Lage: What type of things were funded?

16-00:08:07

Butler:

Well, for example—it turned out later to be very appropriate—there was something called math fright and science fright among women. And so we funded, I think it was Harvard, to deal with this. Because obviously, women were hesitant to go into math and science back then. And so I think that was quite successful. The irony is, of course, that Larry Summers ends up as the president of Harvard, puts his foot in his mouth about women can't be scientists or mathematicians— and gets fired. [Lage laughs] So we were funding stuff like that and funding a lot of transitions into higher education from low income schools and that sort of things. And a very fine staff, an excellent director, who later became the head of, I think, Brown University and then Mills College, too. But so that was sort of my venture in education.

Lage:

Now, it seemed like it was—

16-00:09:05

Butler:

None of it had any effect.

Lage:

Well, it was like a think tank, as you describe it, and it wasn't really—

16-00:09:11

Butler:

Yeah. Well, my job was to be a think tank. And I had a lot of people working with me who were qualified to do that. And I was qualified to, at least I thought, evaluate whether they had good or bad ideas, and to come up with some of my own. And then I had all this access to the White House.

Lage:

Now, tell me more about the access to the White House and how the politics fed into this think tank.

16-00:09:35

Butler:

Well, the access to the White House was entirely because of the fact that I knew John Ehrlichman.

Lage:

And how did you know John Ehrlichman?

16-00:09:42

Butler:

I knew John Ehrlichman because we had been at Stanford Law School together. We'd even been partners in the moot court finals. And McCloskey had stayed in touch with him when he was a lawyer in Seattle.

Lage:

And how did you think about John Ehrlichman in those days?

16-00:10:00

Butler:

Well, John and I were never close friends, but he was terrific. Everything that I suggested to him, he took seriously. And almost all of it, he did.

Lage:

In the White House.

16-00:10:16

Butler: In the White House. And he basically paved the way for us to work with Moynihan. And we kept making Moynihan look good.

Lage: And Moynihan, what was his connection?

16-00:10:27

Butler: Well, he had been in the Johnson White House. Remember his comments about the blacks? Benign neglect? But that, again, was a kind of a piece of Nixon's shrewdness. Moynihan, because of benign neglect, was out of fashion with liberal Democrats. So he brings Moynihan into the White House to show that he is interested in big ideas, because Moynihan was a big idea guy—also a big drinker. [they laugh] And a wonderful writer and an unbelievably entertaining character. So that's how Moynihan got—

Lage: So he was sort of an advisor.

16-00:11:16

Butler: Moynihan was sort of under John Ehrlichman's bailiwick. Ehrlichman was in charge of the Domestic Council. The Domestic Council were all of the board members, cabinet members. But it never really functioned as a council; it just was there as an excuse— And Moynihan had five or six wonderfully talented guys in their twenties that he'd recruited out of Harvard working for him, all of whom went on to great careers. Checker [Chester] Finn was one of them, and Chris Demuth, that I'd worked with. We all did presidential messages together. So I had all that access and so I just kept carrying the goods over to the White House and we kept peddling the stuff.

Lage: And did they go from there to the cabinet?

16-00:11:58

Butler: And then the White House would bring stuff back, like on family planning. So anyway, that was education. But looking back, some of the stuff we did that wasn't under any of those labels was really more important—not because of legislation, but just for setting the tone. One was family planning. We had the first ever presidential message on family planning and population.

Lage: And you said that came from the White House?

16-00:12:33

Butler: Well, yeah. We didn't promote it, but we were certainly in favor of it.

Lage: What did that entail, that message?

16-00:12:44

Butler: Well, it entailed advocating much-increased funding for family planning. And one of these young guys working with Moynihan, he and I were writing the message together. And I said it was too vague, so I wrote in that we needed—I forget the number now; I think it was— We needed to supply contraceptives

to five-million low-income women—meaning mostly black women—as part of family planning. And it was sort of five, five, five. It was five-million women at at least five dollars each. Because five dollars could buy you a lot of family planning, contraception, in those days. And we were going to recommend however many million dollars in the budget. It got into the presidential message without the Bureau of the Budget ever seeing it, and they went nuts. It never happened. Oh, and it called for a presidential commission on population and family planning, the first one *ever*. And of course, it was another Nixon thing, and Moynihan, and it would make Nixon look good.

Lage: And did it get created?

16-00:14:06

Butler: It got created. And we recruited John D. Rockefeller III to chair it. And he and I went to Congress to testify, to get the legislation passed approving the commission. And it was wonderful because Mr. Rockefeller was a *wonderful* man. And his son, Jay Rockefeller, now the senator, was a great friend of mine in the Peace Corps. But anyway, the father, John III, was just a lovely man. Very modest, unassuming, and very popular in the Congress. And we were introduced by McCloskey [chuckles] and [Morris K.] Mo Udall, who later ran for president. And I remember Udall, one of the nicest and funniest men that ever lived in the world to serve in the Congress, announces to the committee, “Well, you may wonder what McCloskey’s and my credentials are for introducing these distinguished gentlemen. But we have nine children between us. Pete has four and I have five. And we think that that’s not good for the country.” [laughs] I believe it was at one of these friendly meetings; there was no issue about anything. But the whole committee broke up in guffaws.

Lage: Now, this was a time when it was sort of an environmental issue, population control?

16-00:15:27

Butler: Well, yeah, but it was—

Lage: But some people have also thought it was kind of racial issue.

16-00:15:31

Butler: Oh, yeah. It was zero population growth. And some guy came to see me and said, basically, we ought to kill all the babies that are being born. [laughs] There was some nut case stuff going on.

Lage: And some people thought it was kind of a racially motivated thing, also, especially when you bring up—

16-00:15:45

Butler: Well, yes, there was a lot of that. So Jack Veneman and I went up one time on the subject of population and welfare, to talk to Russell Long. It was one of my few trips ever with Jack to the Congress.

Lage: Senator from Louisiana.

16-00:16:12

Butler: And Russell Long was the senator from Louisiana. But more importantly, he was the chairman—because the Democrats were in control of the Senate—he was the chairman of the Senate Finance Committee, *the* most powerful committee in the Senate, comparable to Ways and Means in the House. And I remember it was five o'clock and Russell Long said, "Well, come on up, boy, to my office." And we went up. If I hadn't been guided out of there, I would still be in the Senate wing of the Capitol. We were in some remote place up in the fourth floor of the Capitol that was Russell Long's hangout, where we had bourbon and branch water with the boys. No windows in the place, I remember that.

And we go in there and he says, "Okay, boys," and he gives us all a drink. And he says, "Now," he says, "If I go for this welfare reform," he says, "You're not going to be helping have more of those black brood mares, are you?" This is Louisiana nigger politics. And we said, "Oh, no, Mr. Chairman, we wouldn't do anything like that." [they laugh] In fact, that's exactly what we were trying to do, was get more money to black women on welfare, who were trying to get jobs and get off.

Anyway, so we had population and family planning. And it created a presidential commission on population and family planning. And Moynihan came to me and said, "Well, we've got this great chairman. Can you suggest someone from California for the commission?" And I was going through my mind, and came up with this—he later said brilliant—idea. My wife's closest friend at Stanford was [Marilyn] Missy Brant Chandler, married to Otis Chandler. Catholic, with five kids. And she was all for family planning. And not only that, her husband was the publisher of the *LA Times*. Well, Pat Moynihan thought that was a gift from heaven. So Missy came and served on the commission on population and family planning. And very successfully.

Lage: Well, two things. Did abortion come into play, the ideas on abortion? And did the Catholic Church object, always?

16-00:18:37

Butler: We didn't mention a lot about abortion. But we certainly weren't against it; we just couldn't get the White House to come out for it. And I think we thought politically, family planning, liberally construed, can [chuckles] include abortion. But we were mostly talking about contraception.

Lage: Yeah. But even that was controversial in the Catholic Church.

16-00:19:02

Butler: Oh, yeah! Big.

Lage: And did that come into play?

16-00:19:08

Butler: Yeah, but it wasn't having any effect because we had a presidential commission and we had John Rockefeller. And it was long after that, when Reagan came in, that they started stopping any foreign aid to contraception in India—all that stuff that went on. Bill Buckley's brother was the senator advocating that. That whole right wing, which is still true with Bush. But no. This was a Republican administration advocating family planning and not against abortion.

Lage: Was the commission— did it look into international politics, too?

16-00:19:46

Butler: I forget. Because once the commission got started, I was off doing other stuff. I'd get reports from Missy Chandler. She was just having the greatest time of her life. She's no longer married to Otis and he's dead, but to this day, she's a big family planning person and has worked in Mexico and everywhere else, on family planning. So that was one of the things. Environment was part of it because we had air pollution and solid waste.

Lage: As part of this department, health—

16-00:20:23

Butler: That's our responsibility, for the Clean Air Act. And we eventually came out— Why don't you stop that a second? I have to remind myself about— [recording stops and restarts] So we were kind of doing these shots. And I was so preoccupied with the health stuff and education and all the rest of it, I wasn't paying enough attention. So by October—

Lage: Of?

16-00:20:47

Butler: —of 1969, I asked Bill Evers, who—he and I had started the Planning Conservation League together. I said, "Bill, would you come back here as a consultant to me for a week? And live with Sheana and me, and we can talk at night and just go through the whole department and find out what we're doing wrong and what we ought to be doing."

Lage: In relation to environmental issues.

16-00:21:10

Butler: In relation to the environment. And he went and talked to all of these poor people that were down there trying to enforce the Clean Air Act and couldn't even get a meeting with me, much less with the secretary. And so he said, "Well," he said, "This just isn't working. You've got to pay more attention."

And out of that sort of came the idea that, wouldn't it be nice someday, if there was an environmental agency? And when that came up a year later— And I've always told Evers, I said, "You're the one that put me in favor of an EPA."

But in the meantime, we had to do stuff. And so we issued the emission standards for tailpipes. All of the auto companies were going nuts, except the Japanese companies that said, "Our cars already meet that standard." General Motors was lobbying the Congress and hurling insults at us. Ralph Nader had, meantime, caused all the trouble for General Motors, with "unsafe at any speed." And then through a connection from Stanford, I was told that Nader wanted to meet with me. So I go out. Nader never had an office, never had a car. So you'd meet him in a sandwich shop somewhere on a corner. So I was out there talking to Ralph Nader. I even suggested that we say something nice about Nader in a consumer message from the president, and I thought I was going to get shot. [Lage laughs] That was the original lead balloon that went nowhere.

Lage: But was Nader interested in—

16-00:22:44

Butler: But so Ralph Nader was saying, "Don't pay any attention to the car companies," and whatever. So finally, we had a presidential message on air pollution and the tailpipe standards, and I went around— I remember going to the *San Francisco Chronicle*. We had a team from the White House, just a couple of people from the White House and me from HEW. And we went around to editorial boards and told them why we were doing this and what we were doing.

Lage: And how high were the standards?

16-00:23:18

Butler: Well, the standards, basically, they were low by today's measure, but they were so high that General Motors was accusing of us putting 200,000 black guys out of work in Detroit because it would shut them down. Of course, it was all—

Lage: That's always been their argument.

16-00:23:35

Butler: Yeah. That's where my low opinion of General Motors started. Did I ever describe going to, during this period, the Bohemian Grove, and having the chairman of the board of General Motors, the CEO, come up to me and say he wanted to meet me?

Lage: No, I don't think you did.

16-00:23:54

Butler: Didn't we talk about that? Yeah, Jack Veneman and I were at the Bohemian Grove. It was the last time I was there. I quit the place right after that. But yeah, they knew we were setting tailpipe standards. And I'm sitting eating breakfast with Bill Evers in his camp there, with Jack Veneman, and a guy shows up and introduces himself, and he's the chairman of General Motors, and tells us what good things he's heard about us. And I thought, how stupid do you think I am? [Lage laughs] That *really* soured me on him. I discovered, by the way, he'd never gone to college. At age seventeen—it was a priesthood—he'd gone to General Motors Institute to be a mechanical engineer. Had never known anything in his life but General Motors, and was just one of those series of CEOs at General Motors that drove the company into the ground.

Lage: Did he ever put forth, in that—

16-00:24:48

Butler: We later joked that he was probably conceived in the rumble seat of a Chevy convertible. [they laugh]

Lage: Did he ever say anything directly to you? Or just wanted—

16-00:24:59

Butler: No. No, he just wanted to tell us how wonderful he thought we were. How stupid can you be? [Lage laughs] I was just, afterwards, insulted. Because I said, "Not only is he doing this, he thinks we're so stupid that we don't know what he's doing." You talk about getting an insult.

So anyway, Bill Evers came back and we worked on air pollution. Later, when it had been proposed that the president create an Environmental Protection Agency, of course, we went and said, yeah, take clean air, take solid waste; we'll give it all to you. But meantime, we'd had a presidential message on the environment. And the clean air stuff was in there. But then we had—

Lage: Now, when you say you had one, you mean you helped devise one?

16-00:26:00

Butler: Well, it was written—

Lage: Out of your—

16-00:26:02

Butler: —and it had different departments in the White House. And I served on the team that was writing the message.

Lage: Did it come out of Interior, too? Agriculture?

16-00:26:09

Butler:

Some of it was Interior, some of it was HUD, some of it was HEW. Interior had the water stuff. I was serving on a committee at Interior, so we could coordinate the water stuff, because there's a connection between the air and the water, even though the departments weren't connected. But anyway, we had a presidential message, and my contribution, I remember, was done with Governor Romney, who was the secretary of HUD. And when we were talking about putting it in, I said— And I'd come from San Francisco. We were starting recycling. And when I was a kid, we used to have a rags-bottles-sacks man that came by and picked up stuff from your house, in the Depression. We were fighting Senator [Edmund] Muskie, who wanted to have a huge expansion of solid waste disposal facilities and incinerators and all of this. And they didn't want to go along with Muskie. It was going to cost a lot of money, and they didn't want to give him credit. And he was the chairman of the Senate committee.

So I said, "Well, let's go for recycling." I remember Romney said, "What do you mean?" I said, "Well, like the guy that used to come by and collect rags and bottles and sacks." And he says, "Oh, I remember that." He says, "That's a good idea." [chuckles] So the first federal mention of recycling was in Richard Nixon's message on the environment. And then I put something in there that was a pet peeve of mine. Turned out to be a really bad idea. And it was that there ought to be a bounty on old cars, used cars that were abandoned. Car hulks. Because we'd been in the Fall River Valley, and all the people up there, when a car stopped running, they'd just leave it on the ranch and it would sit there. And so I said, "We ought to pay a bounty to anybody that would collect an old car hunk and take it to be junked in a junkyard, and clean up the environment." So that got in the message.

Later, I hired a really good guy that had worked in the Defense Department, Bill Stitt, who was an analyst. One of these brilliant people from Harvard Business School. And so I said, "Bill, your first job is to analyze my bounty thing." And he came back with a big grin, about two weeks later, and he said, "Well, I've looked at all—" And he says, "Congratulations." He said, "You've probably hit the one thing in the United States that's recycled best, [laughs] and you're saying it's recycled worst, and there ought to be a bounty." He said, "Something like 96 percent of old cars end up in junkyards and squeezed together in scrap metal, because the price is good enough to make that happen."

Lage:

Because the market actually works.

16-00:29:04

Butler:

So my problem was I'd been seeing old cars up in Shasta County where it didn't pay to truck them fifty miles to a junkyard. So anyway, that was the environment. Until it came along for the presidential message a year later, and that's when the EPA idea was floating around. We had a taskforce. And I said

we'd happily give up our programs—which astounded everyone because nobody gives up turf in Washington. And by that time, I remembered what Evers had said to me and I said, “We’re doing a lousy job. Somebody take them.” And they created the EPA.

Lage: Now, where did the idea originate, do you know?

16-00:29:49

Butler: It was rolling around in the Congress.

Lage: We had the NEPA, the National Environmental Policy Act, which—

16-00:29:56

Butler: Yeah, I forget exactly. But again, it was just Nixon getting out in front.

Lage: Because there was a huge wave of environmental interest then.

16-00:30:06

Butler: Yeah. But Nixon, he wanted it in a presidential message. And I don't think he cared that much about what it was going to do. In fact, I didn't think that it was going to do much because I thought there was so much pressure and so many campaign contributions coming in from polluters that they'd stifle the thing. And when it was created and they announced that Bill Ruckelshaus was to be the first director—I mean I knew Ruckelshaus and liked him, because all of us little nobodies that were assistant secretaries would get together for— They had even a league of us people and we'd get together once a month for dinner or something.

Lage: And was he an assistant secretary?

16-00:30:54

Butler: Yeah, he was an assistant attorney general. And I thought, one, he's a *very* appealing guy. Very. And I thought he wanted to be the senator from Indiana and he was going to go back and do that; and that he was there with John Mitchell, as attorney general, and a guy named [Richard Gordon] Kleindienst—two of the worst people that you've ever run across in your life.

Lage: You thought so at the time, before Watergate?

16-00:31:23

Butler: Yeah. Yeah. And we were going through all this horrible stuff about Vietnam, and Mitchell was having the police thugs out on the street, beating up on protesters. And Kleindienst was from Arizona, and a guy whose reputation was unsavory, to say the least. I think he got indicted, but never convicted.

But anyway, Ruckelshaus was there with him. And so I didn't have that much hope for EPA. But they were hiring some good people, including a neighbor or ours in Virginia, and I thought, well, maybe it'll do something well. And then they offered me the job of being Ruckelshaus' deputy. The White House

guys did. And I remember exactly what I said to them. I said, “Lookit, you don’t trust me, because you think I’ll be out there as some kind of environmental lunatic, advocating everything, when you don’t want to do that much. And I don’t trust you on that, [laughs] because I think you’re under pressure to keep EPA under control. So why don’t we just forget it?” And we all had a laugh about it and they said, “You’re absolutely right, but we wanted to offer you the job.”

Lage: Who was it who was making the—

16-00:32:40

Butler: I forget. It was somebody that worked for Ehrlichman, that we’d all been working together on creating EPA.

Lage: Did other agencies—

16-00:32:47

Butler: So they were very relieved that I didn’t take the job, I think.

Lage: [chuckles] Well, go ahead, finish the story.

16-00:32:52

Butler: Well, the end result was, of course, Ruckelshaus did the job. He turned out to be absolutely wonderful. And what I didn’t know— And I still have no proof of this, but this is the story. The secretary of commerce, Maurice Stans, who quit to become campaign chairman for Nixon in the election of ’72, after I’d left, Stans had— In those days, you could collect cash, cold cash for a campaign. But the Congress has passed a law saying that you couldn’t do that after April 1 of that election year. The story was that Stans had gone around and hit up all these polluters for cash, where they could hide the campaign contribution, and said, “Lookit. You give us the money, we’ll make sure EPA doesn’t shut you down or enforce the law or do whatever.” And that, supposedly, is the money that ended up being laundered in Mexico, and was the money that ended up being used for the Watergate. All that cash they used to buy off people with Watergate.

Lage: Wow. Now, where’d you hear that story, or how?

16-00:34:07

Butler: Well, that was running around, and I forget. It was generally assumed. I never heard it from Ruckelshaus.

Lage: So did Ruckelshaus face tremendous pressure there?

16-00:34:15

Butler: Well, Ruckelshaus was, of course, no part of all of this. He had the job and he enforced the law. And he drove people absolutely nuts. And he was so good at it. He is the creator of EPA because he said, “This is the law; we’re going to enforce it.” Air quality? You betcha. Shut down that plant. Tailpipe standards?

You betcha. Polluted rivers? Yep. Shut down that guy. He was a great hero. And when he left EPA— The staff *adored* this guy. And later on I saw him, when he was at the Brookings Institution. Then he came out and he worked for Weyerhaeuser. And when EPA got into such terrible trouble, under Ronald Reagan, because they'd appointed an idiot to run it, who didn't want to enforce the law—very much like what Bush has done in this round—they had to bring Ruckelshaus back to rejuvenate EPA. So he's, in my book, a great hero. But he was spared having me as a deputy, and vice-versa.

Lage: [chuckles] But it might've been a fun trip, given the—

16-00:35:21

Butler: Yeah. That was the environment. And the other thing I remember—Well, at that point, John Connally, I guess, had become a Republican, or had made so many noises as a conservative Democrat that he was a big Nixon pal. And Connally came back. And for some reason, I was invited over to have lunch at the White House, and I was having lunch. Connally was there. I don't think it was Ehrlichman. But anyway, I was having lunch with Connally. I think it just was a complete accident. I think maybe it was [Leonard] Len Garment, who was later the lawyer for the president. And anyway, Connally said, "Well, they want to put this EPA into the presidential State of the Union message." He says, "I don't give a damn. That's fine with me, just so long as it doesn't do anything." That was the attitude. Create it, make it look good, but don't do anything. So that was the environment. Then there were Indians. I inherited the HEW Office on Native American Affairs. Because somehow or other, these had all been orphans, and they all want to attach themselves to me. So I had African American affairs, Native American affairs, and Hispanic affairs.

Lage: And was that health, education, or welfare?

16-00:37:01

Butler: Well, yeah. That's why they were there. And so I had collected all of these sort of orphans that were around, and they were working for me. Basically, all I was doing is running interference for them. But a very good guy ran the Office of Native American Affairs. It was about a six-person office or something. And he came and said to me, "They're doing a presidential message on Indian affairs. And it's absolutely awful. It's being written by the Bureau of Indian Affairs," which was run by—

Lage: In Interior.

16-00:37:38

Butler: In Interior, which is run by a poor, sad Native American guy who they'd recruited, who was the secretary of a national fraternity. He was a paid staff guy for a national social fraternity of men. A fraternity that wouldn't take Native Americans, by the way, or blacks. So they got this nominal guy and plopped him down in the Bureau of Indian Affairs, and then the bureaucrats just kept writing and writing stuff that reinforced their views. So finally, I sent

memos. I kept sending them over to Len Garment, who was in charge of that presidential message, and whom I'd gotten to know. Anyway, I said, "This message is a mess. It's just terrible." He said, "Well—" He was pushing me off. But about four o'clock in the afternoon, before the message was to come out, he called me up and he said, "Lew," he says, "I'm sorry, you're right." He says, "I've got the message here, and it just stinks." And he said, "Can you come over and see if we can't fix it a little bit?" And there was a wonderful woman, a White House Fellow named Green; later on, I think, had a great career; a young woman that was working with Len. So I went over and had dinner with him.

Lage: And did you take your office head?

16-00:39:05

Butler: No, just me. I couldn't take anybody. This was all subterranean. And so I went over and had dinner with him. And we had, as I remember, the better part of a bottle of wine.

Lage: This figures into a lot your stories. [laughs]

16-00:39:25

Butler: Yes. And finally, because he warmed up to the subject, he said, "Well, why don't we just rewrite the message?" And he said, "Can you stay and do that?" And I said, "Sure." He said, "What do you need?" I said, "I need an electric typewriter." So we went into the— with this Green woman. It was about eight or nine o'clock at night. And I got the message and a typewriter, and I started writing. And he was working on some piece of it, she was working on another piece, and I was working on a piece that said that Indians ought to run their own affairs. They ought to run their own schools, they ought to run their own health service. The federal government ought to get out of the business.

Lage: Was that a new idea in this message?

16-00:40:10

Butler: Well, it's not only a new idea, it was complete anathema to everybody in the government, except me and Garment.

Lage: Oh, I see. This was your introduction. [chuckles]

16-00:40:16

Butler: This was *my* idea. And we had the Indian Health Service in HEW. And I'd visited it, and it had some wonderful young public health service officers. But it was basically a colonial idea. We weren't helping Indians go to medical school and be their own doctors; we were plopping down nice white guys in Indian reservations. Some of them wonderful, by the way. In fact, I tried to get a medal out of HEW, for one of these guys in Philadelphia, Mississippi. But so I'm typing away that Indians ought to run their own affairs and Garment's doing something else. And we put together a message and it was printed the

next morning, and it was released without the Department of Interior ever seeing it.

Lage: Or the president?

16-00:41:04

Butler: Or the president. Well, the president didn't give a damn. He didn't see *half* these messages. He was off doing foreign affairs.

Lage: But did Ehrlichman look at it?

16-00:41:15

Butler: Did who?

Lage: Ehrlichman, head of the domestic policy?

16-00:41:18

Butler: No. No, because I think he didn't care either. Maybe he looked at it, but Len Garment, after all, had been a law partner of the president. And Garment had—

Lage: He was trusted.

16-00:41:29

Butler: And he later was the president's lawyer, during the Watergate period.

Lage: Yeah, I know.

16-00:41:34

Butler: And Len, I liked. Anyway, the message went out and the Bureau of Indian Affairs went bananas. Absolutely crazy. But they couldn't do anything about it because here was the presidential message. And driving home with my two older kids, going through the Blackfeet Indian reservation in Browning, Montana, one of the toughest towns in the world—and the Blackfeet is, without question, the toughest Indian tribe around—I stopped and saw— The head of the Blackfeet reservation office was in Browning. And I looked, [laughs] and there in the window was a poster with a picture of Richard Nixon and these words I'd written full of wine in the middle of the night on the bottom of the poster. "Indians ought to run their—" And I turned to my two kids and I said, "That's probably my leading contribution to the federal government," right there in the middle of the night. Garment later wrote a book about his life in the White House. I never bought the book. I went to a bookstore and looked in the index to see if he had owned up to the fact that this is what we'd done. He didn't. And he didn't own up to the fact that I'd been a part of it, either. He did mention that he'd been responsible for the message. But he wasn't going to admit we'd done it in the middle of the night, full of wine.

Lage: Yeah. [chuckles] That's a good story.

16-00:43:09

Butler: So that was Indian affairs.

Lage: Did anything come of it, in terms of change of policy or legislative initiatives?

16-00:43:15

Butler: No, not really. Indian affairs are still a horrible mess. But one thing— Can we stop it again?

Lage: Sure. [recording stops and restarts]

16-00:43:31

Butler: Well, it turned out Fritz Mondale is senator from Minnesota. Sheana and I had been invited to dinner, one of these kind of Washington things, which we had tried to stay away from. Because most of the people I knew in Washington were Democrats, and Ethel Kennedy was a next door neighbor, and we'd been invited to her— And I was trying to stay away from all of this. But Novak and— He's now dead, Rollie Evans—

Lage: Yeah, the journalist.

16-00:44:08

Butler: And Rollie Evans had been a friend of Red Fay's. I forget. But anyway, Sheana and I get invited to dinner at Rollie Evans' house. And Novak was covering, in those days, HEW. I really disliked the guy. He was pretty nice to us, but a slimier person I'd never run across. And now it is, years later, he's still slimy. But anyway, we go to Evans' house for dinner, and Mondale is there, and I met him. And I said, "Well, this is an odd coincidence because I'm supposed to testify before your committee tomorrow. And we're supposed to testify to what happened about the Bureau of Indian Affairs and the Indian Health Service, one being at Interior and one being with us." And he said, "I think they all ought to be independent." Or no, he said, "I think we ought to transfer the Bureau of Indian Affairs to you." And I said, "Well, that just goes from one colonial power to one slightly less bad colonial power. They still ought to be independent. And so I don't agree with you. But if you want to propose it— obviously, you're a senator, you can do it."

Well, we go to the hearing and this poor man that was head of the Bureau of Indian Affairs has to testify. And he's so pathetic that I see Mondale write down a note. And his staff guy comes— He's sitting up there in the thing. Brings the note down to me because I'm sitting, waiting to testify. And the note says, "Okay, wise guy. Now will you take the Bureau of Indian Affairs?" [they laugh] I'd only met him the night before, and I did talk to him after the hearing. But I got up and testified that I didn't think they should come to HEW.

Lage: Did you use terms like colonial?

16-00:46:11

Butler:

I don't remember, but I sure used that term when I was talking to Len Garment and to Mondale because I just felt very strongly. And I'd known enough about Indian affairs in California to know how awful they were. Well, Round Valley Indian reservation—they had driven the Indians into Round Valley, out of the Sacramento Valley and Richard Wilson— When I was at HEW, one of the things I did was I got the money for a rural health center for Round Valley, and it was established. And that wasn't a single tribe. Those were separate tribes from all over the Sacramento Valley, driven together; tribes that had hated each other for thousands of years, warred on each other. So one of the dissenting tribes that was out of power in Round Valley burned down the health center. So I knew something about Indian affairs. Anyway, they burned it out after I left HEW, obviously, because it hadn't been built before that. So anyway, that was Indian affairs.

16-00:47:20

And then there were questions of all kinds of miscellaneous stuff. Like we wanted to give scholarships to returning vets. And there was a delegation flying off from California to go to Vietnam, of college officials, to sort of lay out a kind of a GI Bill for Vietnam vets. And there was a huge argument about who was going to be on it. And I forget the guy's name now, but there was some very liberal person from around California, that was anathema to the White House. They got wind of the fact that we had recommended putting this guy on the airplane and told us to stop. And we stalled long enough that the plane had taken off. [they laugh] So we were doing all kinds of stuff like that.

Lage:

You were doing these kind of underground activities.

16-00:48:17

Butler:

Yeah. The biggest deal by far was the Vietnam War and the protests that started— not started, continued. And a good friend had come back to visit us, Brooks Walker, from here, and his wife. And we went down and sat at the National Museum and watched the protesters go by. Brooks is a very conservative Republican. And he turned to me and he said, "These aren't hoodlums out here." He said, "There're a bunch of people out there that look like you and me." And he later told me, he said it really changed his view about the war. But anyway, it was building up and up.

And McCloskey was screaming in the Congress about it and going to Vietnam and going to Laos and finding that the US ambassador in Laos gave him a forged document. Pete had the original, and the ambassador eliminated the critical paragraphs and handed it to Pete. And Pete said, "That's interesting, Mr. Ambassador. You've deleted—" And just embarrassed the ambassador and got in a huge fight. Rollie Evans was a friend of the ambassador, tried— And all of that stuff was going on. My friend Chuck Daly, McCloskey's partner in Korea, went with him to Vietnam because Pete was going to be flying around on a helicopter, seeing what was going on, and Chuck thought that his pal McCloskey would be killed by the CIA or the military. A

congressman. He had literally thought a US congressman was going to get killed. And so he figured that if he went along— And I said, “That was really smart, Chuck. You were going to get killed, too.” [they laugh] And we all went to JFK terminal when they got back, to welcome them home, because they were alive, with their wives, who thought they were going to get killed.

Lage: Now, how early on was this, do you remember?

16-00:50:25

Butler: This was all around 1970. But the culmination of it came when the president went on television, April 30 of 1970, and announced the bombing of Cambodia.

Lage: They called it an incursion.

16-00:50:43

Butler: Yes. And that was this huge deal. It happened to be my birthday. At that time, Tom Williamson, ex-Rhodes Scholar, had come back. He had actually ended up working with me on a program to have college students evaluate federal programs around the country, a summer program, which caused a lot of agitation, too, because we sent a lot of black students out to check on white guys in the south. But anyway, Tom was living at our house. And his best black friend from Harvard, equally brilliant guy, was there with him. By the way, Tom had been arrested trying to get into our house, when he forgot his house key. And you could actually get into our house by going in the backyard and going up on the roof and going through a window, where his room was, upstairs. And the neighbors called the police because there was a black guy on the roof of our house. And the police ran him in and found out that, in fact, he lived in the house.

Well, he had to present— He found his passport in the house and showed them who he was. But that shows you, a black guy in Virginia in the 1970s was a target for the police, as he was when he lived in— I was with him one time when a cop pulled him over in Oakland, and finally said to him, “What are you doing downtown here? Are you causing trouble?” And Tom says, “No, I live in Piedmont. And I’ll tell you all about it if you give me a ride home.” So the cop gave him a ride home, and he says, “Oh, you’re Tom Williamson.” By this time, they knew he was a Rhodes Scholar. And said, “Why didn’t you tell me?” And Tom said, “Because I didn’t want to be an exception. I wanted to prove to myself how you guys really treat black people.”

Anyway, so Tom has been arrested. But he’s there for dinner in our house, with his friend. And that afternoon, Ed Morgan, who worked for John Ehrlichman, called me and said, “The president’s going on television at nine o’clock, six o’clock Pacific Coast time, and we want you to watch.” I said,

“Ed, what the hell is going on?” And he was a good friend. He and Len Garment and I had played tennis on the White House tennis court together.

Lage: Now, who was this who called you?

16-00:53:08

Butler: Ed Morgan, working for John Ehrlichman. Ehrlichman assigned Morgan to me. Said, “I can’t be dealing with you all the time; deal with Ed. Anything you tell Ed is okay for me.” Even to the point, by the way, that Morgan had summoned me to the White House one time to work on a presidential message at five o’clock at night. And I got there and he said, “Would you like to have a drink?” I said, “Wait a minute. I’m exhausted, and we’re going to work on a message?” He says, “Have a drink. And I said, “Well, what about the message?” And he says, “Here’s the message.” And he handed me an envelope. And in it was a ticket to the playoff game for the final playoff of the college basketball championships with UCLA and Kentucky or somebody. Louisville? I forget. And I said, “What’s this all about?” He says, “That’s a present from Ehrlichman to you and me. You and I are going to the ballgame.” [they laugh] So we went there. Ehrlichman was sitting behind me and Bob Finch was there, and we watched UCLA win the national championship.

So I knew these people well. And he called and he said, “You got to watch—” I said, “What the hell is going on?” And he said, “Watch the television.” So I did. And we had this little birthday party. And we turned on the TV just before nine o’clock and here comes the president. And he announces that we’re bombing Cambodia, we’re invading a neutral country, we’re doing all this stuff. And it was just terrible. And at nine-fifteen, after the president talked, Morgan called and said, “Did you watch that?” And I said, “Yes.” And he said, “What did you think?” And I said, “Ed, I don’t know what’s going on, but I have a feeling you’re under tremendous pressure. So whatever works for you, tell him that’s what I think.” He said, “I won’t do that.” I said, “You’ve got to do that, because I don’t want to get you in trouble. Doesn’t mean anything to me. Who cares what I think about this?”

He said, “I’ve been instructed to ask you what you think.” And I’m sitting there and I’m looking at Tom Williamson. And he knows what’s going on and so does his friend. And I’m thinking, do I cop out? I think I probably would’ve copped out if they hadn’t been there, but I remember exactly. You’re going to think I’m very profane in this whole— I said, “Ed, it’s the worst fucking thing I’ve ever heard! [Lage laughs] Wow!” And I look at Williamson and I just—

And then the phone rings and it’s McCloskey. And McCloskey says, “I’ve got this deal with Ehrlichman, if we’re ever really upset, that he’ll come pick us up and we’ll fight it out on the way to town.” And he lived out beyond us, in McLean. And we would see each other socially, too, and our wives and stuff.

Not a lot, but enough. And Bill Rehnquist, too. He lived in the neighborhood. So he says, “Ehrlichman is picking me up at six-thirty in the morning, and then we’re coming to your house and we’re picking you up. And then we’re going to have a discussion about it.” And McCloskey’s more angry than I am. So that happens. And McCloskey and Ehrlichman sit in the back seat of his limousine and I sit in the front seat with the driver. And then ensues a screaming argument for forty-five minutes. And McCloskey’s saying, “We ought to impeach the president. You can’t do this.”

And Ehrlichman is basically saying, the hell with you. And by the time we get to the White House parking lot—and McCloskey and I have to get a taxi to get to our offices, by that time—Ehrlichman is saying to McCloskey, “Pete, I don’t want to ever see you again as long as I live. I’m never going to talk to you. The hell with you.” And I’ve been kind of a bystander. I would try to chip in, but the two of them were screaming at each other so I wasn’t really part of the argument. Finally— And this was during the nattering nabobs of negativism, all that— And I said, “At least you can tell the vice-president to shut up.” And Ehrlichman—I remember, he’s walking from the parking lot—as he turned around he says, “*You* tell him to shut up. We can’t.”

Well, McCloskey and I go off. And Pete, I think, decides right then he’s going to run against Nixon in the primary, on the Vietnam War. Right then. This is 1970. It’s not 1972. Well, a mutiny breaks out in the Department of Education. There’s the killings at Kent State, the killings at Jackson State. The whole world is going up in smoke. And it’s early May of 1970.

Lage: And these aren’t separate compartments.

16-00:58:20

Butler: Yes.

Lage: Domestic, foreign.

16-00:58:22

Butler: And in protest, the students— universities are shutting down, the students are marching on Washington. Jim Allen, the secretary of education, quits. Says, “I do not want to be a part of any administration like this.” And comes to me and said, “Lew, please stay,” and keep fighting for the stuff that we were doing on higher education and everything else. But he said, “I can’t.” And there is an insurrection in the Office of Education.

Lage: I want to change the tape here.

[End Audiofile 16]

Begin Audiofile 17 01-13-2009.mp3

Lage: Okay, we're back on again, January 13. And this, I think, is tape seventeen, the third tape of our session six. Okay, we were in the middle of the story about Cambodia.

17-00:00:13

Butler: [off mic] Well, this was the crisis of all crises.

Lage: Oh, put on your— [recording may stop and restart]

17-00:00:21

Butler: So this was certainly the biggest sort of public crisis when I was in Washington, and it was just overwhelming. The day after May 1, we were all basically summoned to go to the Defense Department to hear the generals tell us how surgical this strike was going to be and how no civilians were going to— And all of this baloney. And Ehrlichman was there introducing the generals. And when it got all over, they asked if there were any questions. I just couldn't stand it any longer and I'd raised my hand, and he knew what was coming because we'd had the fight that morning. But I didn't want to say, you're out of your mind; I was too chicken for that. But I said, "Can we get an estimate of what the civilian casualties will be?"

Now, it turned out to be two million people, eventually, when the Khmer Rouge took over. But the bombing had just upset the whole structure of the government and everything else. And they gave some— how surgical these strikes were going to be. All air strikes are always surgical. No bomb ever lands anyplace where it shouldn't land. It only kills somebody in a uniform. No children die and so on. It was that kind of response.

But meantime, campuses are blowing up, the students get killed at Kent State. Not in the meantime, *after* that. Bob Finch, at our suggestion, goes out to Kent State to look into it. He's the secretary of HEW. But comes back, and he and I go up to the Hill, so he's going to testify about all of this campus unrest. I'm trying to get him to say to the Congress, "Lookit, I've gone to Kent State and I've looked into this." For whatever reason, he was so reluctant about these things. I don't know, to this day, why.

Lage: Reluctant to buck the administration?

17-00:02:28

Butler: Just to admit that he was worried enough about it that he'd gone out there, I guess.

Lage: Oh, I see. So he didn't even—

17-00:02:33

Butler:

I don't know what. But I kept passing him notes saying, "Tell them you've *been* to Kent State." Little noticed at the time, there was another riot at Jackson State, where I later went myself. And the Mississippi state troopers fired up a glass stairwell and killed a couple students. That was just arbitrary; they just wanted to kill anybody that was black that was in the staircase. Those students weren't protesting, they weren't like the ones at Kent State. But if a black guy gets killed at Jackson by a Mississippi state trooper, nobody—

Lage:

It didn't get the press that—

17-00:03:13

Butler:

It didn't get *anything*. Certainly didn't get anybody prosecuted. And when I went down there, by the way, to visit, a wonderful guy named [Dr. John A.] Peoples was the president. And I looked at that stairway and the whole thing, and he just looked at me and he said— I was there incognito, by the way. And he said, "Please don't make any fuss about this. Please don't revive this story. I have trouble enough getting money from the Mississippi state legislature. And I don't—" He didn't say it this way, but, "I don't need some white lefty like you trying to help me out; I've got enough problems." So anyway, all of that was going on, and there was going to be student demonstrations. Campuses were shutting down everywhere. 100,000-plus students coming to protest and march down the street, and John Mitchell's going to have them arrested, or whatever he's going to do. It's a mess.

Lage:

And were you in on some of the inner circle discussion of all this?

17-00:04:23

Butler:

No, we were on the outside. But Tim Wirth, who had been a White House Fellow, later congressman, a senator from Colorado, now the head of the United Nations Foundation or something, in New York—Tim had been a White House Fellow in HEW. I had known him when he was at Stanford. Not as a student, but working at Stanford. In fact, he was working with John Gardner at the time, and we borrowed him back to help us get settled in HEW. And he stayed on. And he stayed on as a deputy to Jack Veneman. And then he went from there to the Department of Education.

So he was in the Department of Education, sort of doing good stuff, when this all broke out. And he came over to see me and said, "Lew, we've got to do something." He said, "All these students are going to be in town and we're going to get blamed for— We ought to open up the government." And I said, "Great. Let's figure out what we can do." Well, we ended up inviting every department of the government to send a representative on Saturday morning, to be out in the Mall in front— Because HEW actually backed up on the mall. [chuckles] That was the back door. And we would put a little sign out there that said, the Department of Defense, the Department of State, HEW, and that any student that wanted to come and talk to a representative of the

government could come. Instead of— Because John Mitchell wanted to close all the doors and post cops and everything else. I actually think the Justice Department even sent somebody, I think we embarrassed them so much. But all of these department—mainly because we were dealing with underlings, I think, not with the secretaries—they all sent people. So we had about twelve things that we had little signs that said, this is the Department of HEW, whatever. And Tim and I were out there organizing all of these delegates. And I had my whole office— I forget how— Oh, I know. I had my whole office manning telephones. We put out through the press— What did we say? If you want to talk to the government, here's a number to call. And if you called that number, you got HEW and you got somebody that worked for me. And maybe, about every one out of ten, you talked to the secretary, Bob Finch. We had him lined up. And Veneman. We had everybody on alert. [chuckles] It was quite wonderful.

Lage: Yeah. Well, what kind of calls did you get?

17-00:07:27

Butler: Well, it basically was Tim's idea, but I just thought, the last thing we want to be doing is stonewalling the students of the United States. We ought to tell them, we may disagree with you, but we're willing to listen to you. And we had the secretary set up so groups of students—four or five, ten at a time—would be taken in to talk to Bob Finch in his office. And they'd scream and yell at him and do all of that.

Lage: Was that mainly the response of the students, was—

17-00:07:55

Butler: Well, there were all kinds of responses, but there was a lot of screaming and yelling. I remember, I just started talking to miscellaneous students out there, just to see what was going on. I asked one guy—he was from Harvard—I said, "Well, who are your heroes in the world?" FDR, he's dead. Kennedy, he's dead. And the guys said, "Now, none of those guys. Mao." [laughs] It was fashionable to be pretty far out. So we did that. And we actually did an evaluation of it. It's amazing how many people got talked to at that time.

Lage: Did that get any press?

17-00:08:46

Butler: I think it was on— What got the press, though, was not our good deed. What got the press was that Tim called up and said, "We've basically got a mutiny in the Office of Education." And he said, "We want to assemble—they all want to have a hearing, be heard. And would you come down and do that?" And so I recruited Jack Veneman, and we went to the auditorium. And there were about 500 people there. I think almost all from the Office of Education. And they were screaming and yelling about the war. And they were asking questions and we were trying to answer. But it was darn near a mob. And these are civil servants, these are not bums off the street. And we're trying to

talk to them, Jack and I are, and answer questions. And saying, “Lookit, we may disagree with the policies of the president and with the Defense Department and the war and everything else, but we’ve got a job to do for Health, Education and Welfare.” They didn’t want to hear any of that.

Lage: Yeah. How did Veneman feel about the war?

17-00:10:05

Butler: Well, he wasn’t as upset as I was, but he was not very happy because of what was going on in HEW. But it was McCloskey that cranked me up, and Tom Williamson. I don’t know. I think I was supposed to be upset, and I was. [they laugh] But anyway, there was a follow-up to that.

Lage: Something about Wirth and your meeting with the HEW people? With the Office of Education?

17-00:10:39

Butler: So at the end of this meeting, and everybody’s screaming down there in the auditorium—it was about five in the afternoon or something—they said, “We want to talk to the secretary.” And we said, “Well, that’s certainly possible. And we’ll arrange to have Bob Finch here, meet with all of you.” And we set a time. I think it was a day or two later, at five in the afternoon. Well, I think I was too naïve, and I didn’t realize that, first off, this was regarded, literally—the press was starting to write about a mutiny in the federal government, that the Office of Education is mutinying against the president. And all of the national television networks not only get wind of the mutiny, but they find out that this meeting is going to be held. So a half an hour before we’re all to go to the meeting, Veneman calls me. My office is in one side of the building, looking out on the mall; the secretary and undersecretary on the other side of the building, looking out on the parking lot. I got the better view. And he says, “You’ve got to come down here. I’ve just put Bob in an ambulance to go to the hospital. I think he’s had a stroke.”

So I go down there. And he said, “His arm was paralyzed, his left arm. We don’t know what’s going on. We called the ambulance, he’s on his way to the hospital.” I said, “Now what are we going to do?” And he says, [laughs] “Well, you *know* what we’re going to do.” He says, “You and I are going to go down there and get the crap kicked out of us on national television.” [they laugh] And so we did. We went down and we said, “We’re sorry, but the secretary has been taken seriously ill. We think he may have had a stroke.” They’re all protesting that that’s a lie. This, that, the other thing. Somehow or other, we just have to stop.

After that, by the way, groups of students came down with their professors. One group I remember from someplace in New York, maybe Columbia, with this lousy kind of show-off professor. These were students generally concerned about what was going on in the United States. And they asked to

meet with me and I went down. There must've been fifty of them. And we went down in some public place, and I tried to answer— They were *really* upset.

Lage: And were they asking you about the war, or about—

17-00:13:45

Butler: Asking me about why weren't we protesting? Why didn't we quit? The country's falling apart. The deaths have already occurred in Kent State. They just are upset and they think we should be upset. We shouldn't be defending the president, which we're not. We're just saying we're trying to do our job. I remember talking, because I took with me this wonderful special assistant I had, Robert Krughoff, as a security blanket, I don't know. Or just for him to tell me to shut up when I should or something. But I remember this professor saying, "Well, how do you feel about that phony deal you put out about your friend Finch? We know damn well he's not sick." And I just lost it. Ooh. I was *so mad*. By this time, we were pretty stressed out anyway. And I turned to the students and I said, "Thank you for coming." I said, "It's been a pleasure to talk to you." I said, "Don't ever in your life listen to anybody as crummy as this professor. [Lage laughs] You're better than that." And I turned to him, I said, "Now, get out of here."

Lage: Interesting.

17-00:15:03

Butler: Oh! Krughoff was holding onto me. [they laugh] Anyway, that was it. That was the kind of stuff that was going on.

Lage: Wow. This must've taken quite a toll, since you had such a basic disagreement with them to begin with, on the war.

17-00:15:17

Butler: Well, yes. But the funny thing about it was that I think Veneman and I got more determined than ever to keep doing what we were doing and not let these things get derailed. Well, Finch never came back to the department. He never set foot there again. And within a week or two, they appointed Elliot Richardson the secretary of HEW. They gave Finch a kind of a cover-up job as a counselor in the White House, where he could look like he had been promoted, but in fact, they just put him in a closet.

Lage: And did they fire him? Did he resign? Was his health really an issue?

17-00:16:06

Butler: No, they just said, for health reasons, and he's been promoted to being counselor to the president. And basically, they sent Elliot Richardson down to get control of this out of control department, this mutiny.

Lage: I see. And where did Elliot Richardson come from, at that time?

17-00:16:23

Butler:

He was the undersecretary of state, and he had been attorney general of Massachusetts. And I'd actually met him because we had a mutual friend, Warren Unna, who was a reporter for the *Washington Post*, and who had invited Sheana and me to dinner. And it was great because I met Richardson, and Senator Fulbright was there, because Unna was the reporter that covered them and they liked him. And basically, the reason for the dinner was to introduce Fulbright to Richardson, because Fulbright is the one that was complaining about the Vietnam War and was running the hearings on the war. And Richardson was the undersecretary of state, and Warren Unna was trying to sort of make a little connection there. Anyway, Richardson arrived. I didn't really know him. I'd met him that one time. And he came with two pals that had been with him since the days in Massachusetts. And then the question was, what was going to happen? And one of them, who became general counsel for the department, came and said, "We'd like to have you stay." And I said, "Yeah, I'll stay." And they went to Veneman, who was a lot more important to stay than I was because he was handling all the legislation, and he agreed to stay. And he and Richardson ended up as great friends. Richardson even came out here and campaigned for him when he was running for lieutenant governor. Richardson and I, there was always some tension.

Lage:

Was it policy or personal?

17-00:18:04

Butler:

I think it was more personal. The strange thing about it is when it was all over, we ended up as great friends. But I think the problem was that he's a Boston Brahmin. *Very*, very smart, very rich. I was probably a little jealous because I had such a free reign under Finch I could do anything I wanted, and now suddenly Richardson was trying to reign me in. I don't know. And then he had a drinking problem. In fact, if he'd ever run for president, [Thomas P.] Tip O'Neill had two copies of his drunk driving record in Massachusetts. I didn't realize it at the time, but Elliot hadn't driven a car for thirty years. And one drink would set him off. And we had, for example, a retreat at Camp David, over policy in the department. And I didn't know what had gone wrong, but he'd been drinking. He just took off after me, just brutally. I didn't say a word, but the people that were friends of mine that were there were just shocked. I just figured, well, it was the booze. But anyway, the fact is that everything we wanted Richardson to do, he did. And he did it better than Finch had been doing because he could— He went up and testified on the welfare reform and he was wonderful. He testified on national health insurance.

Lage:

So he pushed some of these policies that—

17-00:19:34

Butler:

He bought everything that we proposed.

Lage:

Why was he getting after you at that meeting?

17-00:19:42

Butler:

I think it was just a personality thing. One of the guys that worked with me said, “Everything that makes you successful is what Richardson doesn’t have.” You know? Just an enormously capable man, but pretty stiff. Anyway, he came to be one of my great heroes in life, afterwards, with the Saturday night massacre. And I wrote to him; I found the letter the other day. And I wrote to my kids at the time and said, “This man’s a real national hero.” Because he made it possible for Nixon to be impeached when [as attorney general] he wouldn’t fire the special counsel, and quit— And Ruckelshaus was his deputy then and he quit, too. That was it.

Lage:

That really set things off.

17-00:20:54

Butler:

That was it, yeah.

Lage:

And that’s hard to do, from the way you’ve described the kinds of pressures that you felt to kind of go along.

17-00:21:06

Butler:

Well, I didn’t—

Lage:

Or not to speak up.

17-00:21:09

Butler:

The only thing I had to go along with was the Vietnam War. Everything else that we were doing, we had created and was going forward. So Richardson didn’t stop anything; he cranked up things. And he did some other stuff. For example, I had launched a summer program, the one I mentioned about the students doing evaluation, and he came and spoke to them and said, “What you did is wonderful.” He was *enormously* supportive, as a matter of policy. But he’d get mad. For example, when I’d confront him with choices on the budget, saying, “We can’t do all of this. You want to do A or B? We can’t do both.” He’d get mad and say, “I don’t like meetings like this,” and he’d leave. [Lage laughs]

But we got together on a bunch of stuff. One thing was, the White House and others had foisted off on us a guy in the department— First off, there were two people that we wanted to get rid of. One was the general counsel. He was a pal of Kleindienst, and he was sent over to keep an eye of us. His name was Bob Mardian, just one of the worst people you’ve ever run into in your life. And fortunately, the executive secretary that came, who was a friend of Finch’s, was [L. Patrick] Pat Gray, later nominated to be head of the FBI to succeed J. Edgar Hoover. And Pat Gray was a former navy submarine captain, and just about as patriotic and loyal a person as you’d find. Pat Gray and I got to be great friends—even though on paper, we shouldn’t have been. But we really liked each other. And so every once in a while, I’d get trouble from the White House. For example, they accused me of not being a Republican. And

we had a little guy named Alan May in the department, whose job was to run around like a little detective and find things that were not supportive of Republicans. So they accused me of not being a Republican. Which was a lie. And it took me—I found the correspondence—about five things to get a formal apology out of the White House. Because they had one of these political correctness bureaus in the White House. They put one of these little former advancement spies in every department, to kind of keep them—

Lage: Really?

17-00:23:38

Butler: Just exactly the same thing Bush has done. So they did that.

Lage: Did they mean that philosophically you weren't a Republican, or were they challenging your registration?

17-00:23:45

Butler: No, they just said that—

Lage: Because that's a matter of record.

17-00:23:50

Butler: They accused me of being an independent. Yeah. They had misread the record. Somebody had made a typographical error and listed me as an independent. So I had to fight stupid little fights like that. Then this same guy, Alan May, got somebody else cranked up at the White House, and called me up and said, "We understand you've met with Larry O'Brien." I said, "Yeah. What's the matter with that?" And they said, "Well, he's the chairman of the Democratic party." And I said, "Oh, cut it out! The Larry O'Brien I met with was the head of evaluation at the Peace Corps. There are two Larry O'Briens in the world."

Lage: [laughs] Maybe more.

17-00:24:32

Butler: Maybe more. It was this kind of crap. It was just going on all the time, these political correctness things—which happen, I think, in every administration. But they were really out causing all kinds of—

Lage: Well, do you see it at all as kind of a precursor to the Watergate mentality?

17-00:24:49

Butler: Well, yes, but it was penny ante. But anyway, so we go along. And meantime, what's saving me is I've got all this connection to the White House. For example, we used to have these jokes about, it was us versus the White House and they'd have to control us. So it was decided that we'd have this war by fighting it out on the White House tennis court. So it was to be Ed Morgan, who was quite a good athlete, had been a great basketball player in high school and college, Ed Morgan and Len Garment against Bob Patricelli and

myself. A fight to the death, on the White House tennis court. Can you imagine anything more stupid? We go over there in little tennis shorts. [Lage laughs] There is a tennis court. It's out there in the back of the— hidden away in the trees. And they reserved the White House tennis court.

So we're having this match. Well, Patricelli, at the last minute, couldn't come, so they provided somebody from Morgan's office to be my partner. Oh, no. They gave me Garment. That's right, I got Garment as the partner. And we were against them. And we're going around and we get to the start of the second set—I remember it very well—and Garment is serving. And he goes to the ground, crippled. And he said, "It felt like somebody hit me in the back of the leg with a baseball bat." And I said, "Len, you've broken your Achilles tendon." He said, "Well, how the hell do you know?" And I said, "Because I've seen it happen to someone." And I said, "We'll get the White House doctor down here." You can't believe this stuff. The White House doctor was a half an hour late getting to come down to the tennis court, because he's been up there treating boils on the attorney general's rear end. [Lage laughs] John Mitchell. That was the story. So the White House doctor comes down, takes a look at Garment and says, "Well, you've sprained your ankle." I said, "What about his Achilles tendon?" He said, "Oh, no. No. No possibility." And so he said, "We'll get you some crutches and go home and soak it." And at that point, then Morgan says, "God damn it, Butler!" He says, "You think you know everything. Now you're out here playing doctor. I'm getting tired of listening to you." [laughs]

It was all good natured. But they were just on me constantly. And when I finally left, I said, "Okay, Ed, do me one favor. If Len's ankle still hurts in three days, would you get an orthopedic surgeon and get it looked at? Because I'll bet you he's broken his Achilles tendon." Well, of course, a month goes by, I haven't heard a word. Six weeks, I don't know what it is. And Morgan comes down to HEW for some reason. I said, "What ever happened about Len's injury when we were playing tennis?" And he said, literally, "You son of a bitch!" I said, "What did I do?" He said, "He did break his Achilles tendon." I said, "So that's *my* fault?" And he said, "No." He said, "But we've had enough trouble with you over health policy. Now you're a goddamned doctor. And every time you say something, we're going to have to take it seriously." [they laugh]

Well, that was that. By the way, fast forward. I've left by this time, in June of the next year, after we've introduced health insurance and all of that. And we create the Institute for Health Policy, and we have an office in Washington. I'm flying back, about two years later. But I read about all this in the newspaper. Watergate's going on, but also Ed Morgan gets indicted for the back dating of a deed of gift. The president had called him in and said, "I want to give my papers to the Library of Congress. If I'd done it before the end of February, I'd get a big tax deduction. But the law expired and I can't get a tax

deduction.” And it’s March or April. “So we’ll just back date the papers, and you sign as a witness.” He served three years in the federal pen for that.

Lage: Oh, my God.

17-00:29:57

Butler: He, Morgan. Or at least got a three-year sentence. He wasn’t in Watergate, it was totally separate. That shows you the kind of stuff that Nixon did. So I’d read about that in the paper. In fact, I had a call from Morgan saying, “I’m going up for a trial, and it shows on such and such a date that you and I had lunch. And that’s the date I supposedly was around to back date— Do you remember?” I said, “I have no record of us having lunch,” and so on. Well, I never saw him again after that, or never heard from him, until I was going to the Dulles Airport about two years later. There’s a tap on my shoulder, and I look around and it’s Ed Morgan. And I said, “Ed. God. How are you? How you doing?” He says, “Well, I’m doing as well as you can for a guy that’s just showed up—” he lived in Arizona—“to be sentenced to the federal pen.” And I said, “That’s really terrible.” I said, “That wasn’t your doing.” I said, “I just really feel for you. You were wonderful to me,” blah-blah-blah. And he was. And I said, “Well, good luck.” And I turned and walked away.

I was standing by the carousel to get my bag, when there was a tap on the shoulder. I looked around and it was Ed. And he says, “There’s something I always meant to tell you.” And I said, “Yeah?” He says, “You remember the night of the Cambodian ruckus, that I had to call you?” I said, “Yeah. I sure do. How could I forget?” And he said, “Well, you ought to know something.” I said, “What’s that?” This is completely self-serving, but that’s what he said. He said, “We called two hundred people, and you’re the only one that told the truth.”

Lage: Oh, wow.

17-00:21:56

Butler: I said, “Well, I think I would’ve chickened out, if it hadn’t been for Tom Williamson sitting there.” And he said, “Well, you didn’t.” And I’ve heard since about him. I think he’s turned into a drunk, I think he may be dead—I don’t know what happened to him. I think that prison broke him. So that’s the kind of stuff that was going on.

Lage: I’m just thinking, we’ve done about two and a half—

[End of Interview]

Interview #7: February 5, 2009

Begin Audiofile 18 02-05-2009.mp3

Lage: Okay, here we are, session seven of our oral history with Lew Butler. And today's February 5, 2009, and we're starting on tape eighteen, and we're still in the Nixon years. But that's okay; you have good recollection and a lot to say.

18-00:00:21

Butler: And I think we were going to talk about civil rights.

Lage: Right, continue.

18-00:00:26

Butler: When I was thinking about all of this, I realized that there were all these subjects I knew absolutely nothing about.

Lage: When you went in there.

18-00:00:32

Butler: When I went in there. One was civil rights; one was the civil service; the third was the press in Washington; and the fourth was just kind of how you run a government and the importance of young people. But anyway, civil rights. I'd been in Malaysia during the height of the civil rights movement—1963, the March on Washington, Martin Luther King, "I Have a Dream" and all of that.

Lage: So you were very removed from it, then.

18-00:01:09

Butler: I was totally removed from it. And I got back and I read the newspaper, but— And at the time of the Watts riots, in '65, I had gone down there with a friend, in connection with the San Francisco Chamber of Commerce, because there'd been a mini Watts riot in Hunters Point and a couple of guys got killed. And this friend and I, Brooks Walker and I, went down and we went to see Otis Chandler at the *LA Times*, who I knew because of his wife and all that stuff. And it turned out Otis had actually gone personally down into Watts after the riots, to look at what was going on, and he obviously was genuinely worried about his city, when it wasn't popular among his family to be worried about a bunch of black guys rioting down there in Watts.

But anyway, that's about all I knew, and nothing much came out of any of that work. But in 1968, a couple of friends had a company down in Palo Alto that did reading materials for young kids, called Sullivan Readers, and it was the current fad for a new approach to reading for kids— And they'd gotten signed up with a civil rights group in Chicago, to launch a reading program that was going to be paid for by the federal government. And I think it was Jesse Jackson's Operation Breadbasket. I have no files on it, I don't really

remember. But certainly, Jesse Jackson was involved. They wanted a decorated committee to make it look serious, so they had a little advisory committee. And somehow I ended up on it and was told I should go to Chicago for the launching of this big reading program. So I get to Chicago, I get a hotel. The next morning I have an address to go to, and it's in the 5000 block west from the Loop in Chicago. And the taxi driver says, "Are you sure you got the right address?" And I said, "Yeah, I think so. It's a black church." He says, "Well, then you got the right address." But he says, "I'll drop you off, but I sure as hell am not coming back to pick you up." [they laugh] This is a white taxi driver. So I go out there and I get out and I go into the meeting room in the church. And there's this huge commotion. Martin Luther King is going to arrive shortly to launch this program with Jesse Jackson and others. But the program's been cancelled by the federal government, that was going to support it.

Lage: Just at that moment?

18-00:04:05

Butler: So there's no money. That night or the night before, I don't know when. But anyway, the money, I later found out, was to come from HEW. And what happened, apparently, was that Mayor Daly, the toughest guy in the world—and this is 1968, the time of the riots and the conventions in Chicago, later—Daly had called up Lyndon Johnson, president, and said, "One of your guys is funding these rabble rousers. And I don't want Martin Luther King in my town, so cut off the money." So there we are, there's this program that's dead at the start. And there's all this rustling around and "we're going to get these guys and we're going to take to the streets and we're going to do all of that." Well, I don't know *anything* about this kind of stuff. I'm just sitting there.

And then in comes Martin Luther King. And he calms the whole thing down. It was amazing, because he said to them, "Look, this is the wrong issue, the wrong place, the wrong time. We'll just get ourselves in trouble if we're out in the streets here." And then all the television cameras are out there in another room, waiting for the great man to come and say what he's going to do. And I'm thinking, how is he going to handle this? I'm just a fly on the wall.

Lage: Did you feel like violence was in the making there?

18-00:05:42

Butler: Well, I certainly felt like a big protest march—I didn't know it was going to be like *Montgomery* or something, or when the police fire hoses came out, and dogs. I didn't think it was going to be that, but it certainly was going to—

Lage: People were mad.

18-00:05:59

Butler: Jesse Jackson was really cranked up. And I'm not sure I could distinguish Jesse Jackson from the others that were there, but they were all cranked up.

And they were going to show the mayor that he couldn't push them around. But anyway, King quiets everybody down. And then he goes to the press conference. And I'm thinking, what in the world is he going to say? Because this is a big defeat. And he talks about how many important problems there are. The one I remember is he said was lead paint in houses, and young black kids are eating lead paint and getting poisoned, and we've got to deal with all these urban problems. And he goes off on some riff, kind of, on civil rights in general, and sort of papers over the situation—that this is this minor distraction, that this program's been cancelled and it's kind of a non-event. And the press goes home and they show the stuff on television. I find a taxi, I actually get a ride back to the airport and go home. And that's all I know about civil rights. But at least—

Lage: Well, that seems like a pretty good introduction.

18-00:07:16

Butler: Well, it was at least— And then, of course, King gets killed. So that meeting might've been 1967, in Chicago, because King gets killed in April of '68. And then this Tom Williamson I talked about, who was a Rhodes Scholar, he had been drafted at Harvard by the black students to sort of lead the protests about Martin Luther King. Because remember, there were riots all over. Anyway, so that's all I know about civil rights. That and the Watts riots. But I had no personal experience. Well, then I get to HEW. And there's an Office of Civil Rights in HEW. And it's a bunch of lawyers. I think the staff was almost two hundred people at the time. And their job is to enforce the desegregation cases against school districts all over.

Lage: And they were appointed during the Johnson administration, right?

18-00:08:23

Butler: Well, the office was there, the civil servants were there, but the head of the office was a political appointee. So we get there, and this young lawyer who had been working with Senator Kuchel— And I guess at that time, Kuchel had died and song and dance man Murphy, George Murphy had taken his place. Anyway, this young guy appears, and it's Leon Panetta. Leon was a moderate Republican, like the rest of us, whatever you want to call that. And Jack Veneman knew him. Anyway, we hire Leon to run the Office of Civil Rights, and I meet Leon for the first time. Liked him. I don't think he was over thirty years old at the time, or thirty-two. Anyway, what I don't know, and didn't know until twenty years later—and why in the heck he didn't tell me—Pete McCloskey, at the 1968 Republican convention, had wandered into a room where Strom Thurmond was talking. And Thurmond was addressing his fellow delegates from the South—remember, there were Democrats that had become Republicans at that point—and saying, lookit, I've talked to Richard Nixon and if we go for him, he'll go slow on enforcing civil rights in the South. Mainly school desegregation. By that time, the hospitals had been totally desegregated—which, by the way, was to the great credit of the

Johnson administration and Phil Lee, because when they passed Medicare, they just sent notices to all the hospitals in the South and said, “If you want to get any federal money for the elderly in the hospital, you’ve got to let in black people.” Well, the hospitals were racist, but they were also poor. [they laugh] So they took the money.

Lage: So that wasn’t an issue, like the schools.

18-00:10:30

Butler: So one of the great untold stories of desegregation was that the hospitals were desegregated in about two weeks. And Phil was the guy doing that. Wilbur Cohen was giving the orders, but Phil was the assistant secretary for health. But I didn’t know anything about that, either, at the time. So anyway, we start out. And within the first couple of weeks, Leon has to make a decision about enforcing an order for desegregation in a school district in Strom Thurmond’s state. And there was some—

Lage: Now, did Leon know about this deal?

18-00:11:17

Butler: No. None of us knew about the deal.

Lage: None of you knew.

18-00:11:18

Butler: I didn’t know about the deal until twenty years later. As I say, I don’t know why McCloskey didn’t warn me. But I don’t think he thought much about it, and I don’t think he realized that we had the lawyers to enforce the civil rights laws, because he thought that was a Department of Justice problem. Maybe. I don’t know. So anyway, I don’t know about Strom Thurmond until twenty years later. And the reason Thurmond is telling these guys to back Nixon is that Nixon wants to derail Ronald Reagan as the presidential nominee. Reagan, by this time, is governor of California, and he’s sneaking up to be a popular figure in the Republican party. And there’s a whole bunch of delegates [who] want to go for Reagan, and Nixon’s been going around the country for the last two years, lining up people. And he didn’t want to be derailed, so he basically buys off Strom Thurmond.

So anyway, we know nothing about all that. All we know is that when Leon gives a school district in Thurmond’s state an extension of— I think it was sixty or ninety days or something like that. They were under a deadline to enforce the law, and the departing Democrat, Wilbur Cohen, had left us with this time bomb. Because they knew we were going to have to enforce it and Wilbur Cohen was perfectly happy to see the Republicans get in trouble.

Lage: Because it wasn’t possible to enforce—

18-00:12:44

Butler: Well, let's stop a second, I'll take the dog out.

Lage: [chuckles] He's fine. [recording stops and restarts]

18-00:12:53

Butler: So anyway, Wilbur Cohen, who's an *enormously* effective guy. He's responsible for the passage—he and Lyndon Johnson—of Medicare, the greatest social legislation since Social Security. *Still*. Anyway, he left all these land mines lying around, including Hubert Humphrey's sister. He took all of these political appointees and converted them to civil servants, so they'd be there when we got there. And it's very hard to get rid of a civil servant. A political appointee, they just go.

Lage: Yeah. And Hubert Humphrey's sister was one of them?

18-00:13:30

Butler: Yeah. [Lage laughs] There were about three hundred of them, as I remember. And we spent a lot of time getting rid of them.

Lage: How did you manage—

18-00:13:39

Butler: Well, you had to convert them back to their previous status legally, and then you had to remove them. One of them happened to be a good friend of mine, Joe English, the doctor for the Peace Corps. I actually had to fire Joe.

Lage: Now, why did you have to get rid of them? Were they not—

18-00:13:58

Butler: Well, for two reasons. One, in many cases, they were no good. They were last minute appointees. Second, you get a Republican administration, and they want Republicans appointed to those jobs. It happens every time there's a shift. It's going on right today. So anyway, all of this stuff is sitting around there that we've got to fix up in the department. But one of them is this time bomb of dealing with Strom Thurmond over school desegregation. And I firmly believe that Wilbur Cohen could've done that when he was there, but he just wanted to expose what was the fact, that the Republicans were going to go slow on— So anyway, we don't know anything about that. So Leon gives Strom Thurmond a ninety-day extension. And the next thing we see is the headline in the *New York Times*, "Thurmond Forces HEW and the Nixon Administration to Back Down." As if we—

Lage: But you didn't really communicate with Thurmond, you and Leon Panetta.

18-00:15:12

Butler: No. Thurmond just called the press in and declared himself a victory in this huge fight against the Department of Health, Education and Welfare. Well, it hadn't been a huge fight at all; we just gave the guy an extension of sixty or

ninety days, I forget. Well, of course, we were just stunned because you couldn't get worse publicity than that, on the front page of the *New York Times*. So then the question was what to do. And none of us— But somehow or other—and I forget why—it was decided that I should deal with the *New York Times*. I don't know anything about the press, I don't know anything about the *New York Times*.

Lage: [chuckles] It wasn't your territory.

18-00:15:54

Butler: Well, it wasn't my experience, it wasn't *anything*. But I was the number three ranking guy in the department, so maybe that would make a difference. So it's decided that I'm to call Scotty Reston, James Reston, who is the most famous political writer of the day. And I barely even knew there was a James Reston, much less that he was the most famous political writer. But by the time I got to Washington, I realized that everybody talked about Scotty Reston. Scotty Reston this, Scotty Reston that. And so I call up Mr. Reston [they laugh] and I try to explain who I am. And I said that we just got snookered by Strom Thurmond, and your front page article is basically false. All we did was give the guy an extension. That school district is going to be desegregated and we're going to enforce the law, and blah-blah-blah. And he is very polite. First off, he takes the call. Why he takes the call, I have no idea. But I think it's because he's a really good guy. I'd never talked to him before, or after, in my life. Never met him. Nothing. But the next day, there's a front page article [laughs] in the *New York Times*, essentially retracting— It doesn't say so. It doesn't apologize. But it's under Scotty Reston's name on the front page of the *New York Times*, saying that the Nixon administration is going after school desegregation as hard as they can and all this stuff.

Lage: You must've been very persuasive.

18-00:17:42

Butler: Well, I just told him we'd been snookered. I don't know how persuasive I was. I came to the conclusion that Scotty Reston [chuckles] must be the best guy in America. [Lage laughs] But that started the fights over civil rights.

Lage: Now, did you get any reaction from the White House on this?

18-00:18:02

Butler: Well, not immediately. But very soon, we got reaction after reaction after reaction. It was a running war between the White House and us over what Leon was doing, enforcing the law. And we were backing Leon and the White House was complaining. And I would go, because I was the one that knew Ehrlichman and stuff like that, I would take Leon to the White House. Leon wrote a book about this called *Bring Us Together*. And he and I would go to the White House and we would talk to people, and then—

Lage: And who would you talk to?

18-00:18:38

Butler: Well, we'd talk to Ehrlichman and people. I forget exactly; it's in Leon's book. Eventually, I know he had to talk to Haldeman. I wasn't in on that meeting. But it got worse and worse and worse. And I think that went on for six or eight, nine months.

Lage: When you'd talk to them, would they bring up the political deal making?

18-00:19:01

Butler: No. No, they would just say— I don't even remember. But there was all this, do you have to go this hard after these guys? And why don't you go slow?, and this and that. But behind the scenes, they were screwing down through the Congress and on Leon. And he was getting a lot of heat from the attorney general, I think. And it's all in the book. I wasn't part of any of that. I was part of all of these trips to the White House and stuff. And eventually, the White House sent word down, word that we had to fire Leon.

Lage: Ah. So would that be through Ehrlichman or—

18-00:19:45

Butler: Well, it came from somewhere in the White House to Finch, the secretary. So I don't know anything about this. All I know is that Leon comes to see me and says, "You've got to do something about Jack Veneman. Because Jack says if they fire me, he'll quit." He's the undersecretary. So he said, "I'm not that important. So you've got to persuade Jack to not quit." And I said, "Well, that's interesting, Leon, because if they fire you, I'll quit, too." [they laugh] So at that point, Bob Finch calls up the White House, I guess. I don't know whatever happened after that. But he said, "Lookit, I can't fire Panetta because I'll lose my undersecretary and the number three guy." And I think the White House concluded they didn't want that much of a front page story and they didn't want their Southern strategy exposed. Because this was the beginning of the Republican's Southern strategy that resulted in the election of Ronald Reagan and the election [chuckles] of George Bush, Senior, and George W. Bush. It was the beginning of thirty years of the Democrats losing control of the Southern states.

Remember, Lyndon Johnson said with the passage of the Civil Rights Act, there goes the South for the Democratic party. Well, we didn't know it at the time, but of course, this was the beginning of this seismic shift in American politics, where Republicans would get elected because they could have the solid South, whereas the solid South had been Democrat, under Roosevelt. Anyway, we don't know anything about that. We just know that we're getting pummeled by the White House. So finally, Leon—I forget whether it was six months later, some months later—he just decides that he doesn't want to take this grief any longer, and he quits. And I was in San Francisco at the time, making a speech. And that's when Finch and Veneman called up and said, "You've got to find a replacement for Leon." And I did. I think I told that story. We've got a wonderful guy here to take his place, who later became the

head of the Civil Rights Division in the Justice Department, with Elliot Richardson.

Lage: So were you able to continue the momentum to desegregate?

18-00:22:14

Butler: Well, yeah. This guy, whose name was Stan Pottinger— And by this time, Leon was *really*—justifiably—*really* angry. And he was going to get the White House and get Nixon and so on, which he eventually did.

Lage: With this book, you mean?

18-00:22:34

Butler: Well, no. By becoming a Democrat, by becoming one of the most powerful Democratic congressmen, by becoming the head of the Office of Management and Budget, by becoming the chief of staff for Clinton, and now by becoming the head of the CIA. [they laugh] But anyway, at that time, Leon was a thirty-year-old moderate Republican.

Lage: Yeah. That's such an interesting trajectory.

18-00:22:58

Butler: But the question was, would we have a mutiny in the Office of Civil Rights? Because they justifiably felt that they'd been had politically, that they were enforcing the law. *Brown v. Board of Education*, that was the law. And school desegregation was going slow enough. It had started in '57; this is 1968, we're still working on it. So we thought we might have a mutiny in the Office of Civil Rights. So Jack Veneman and I persuaded Leon to come with us when we introduced Stan Pottinger as his successor. And to his great credit, Leon said, "Lookit. You guys have got to keep doing the work that you're doing. This is not about your jobs. This is about me. They wanted my head. They got it. I'll get them someday. [they laugh] But you've got to give Stan Pottinger as much support as you gave me." And all of that. And I'm sitting there thinking, God. What a great thing Leon is doing. Because he could've just dumped on the whole thing.

Lage: But he didn't want to undercut the—

18-00:24:22

Butler: Well, he didn't want to undercut that. And I think now, in retrospect, I think he figured, well, if Jack Veneman and I were willing to quit to save his job, he at least owed us that much. And to this day, Leon's a good friend, and we've done a lot of stuff in California. He's leaving here now.

Lage: I know.

18-00:24:47

Butler: [chuckles] But anyway, so that was civil rights. And that went on, really, the whole time we were there.

Lage: Was bussing an issue at that point?

18-00:24:55

Butler: Pardon me?

Lage: Was bussing to desegregate schools an issue yet?

18-00:25:02

Butler: Oh, bussing was a huge issue. Bussing was a huge issue. There were nothing but huge issues. And after that, it started working on Northern school districts; all of this was in the South. And then later, I thought it was a great thing that we got the White House to agree to put \$500 million in the budget to fund school districts in the South, to help them desegregate. There were obvious things they had to do. They had black and white toilets, washrooms, all of that kind of stuff, and they had to literally do a lot of physical work and so on. What I didn't realize at the time was— And I was sort of involved in monitoring how that money was spent. And a terrific economist worked with me, Constantine Menges, who later ended up with Ronald Reagan in the White House. Constantine was monitoring all of this. Well, what we didn't know, of course, was that behind the scenes, the right wingers and Nixon guys that had done the deal with Thurmond and deals like that were telling, "Lookit, we're sending new money to you, and don't expect us to come down and find out how you're really spending it." So they could— And that was part of what ended up with Mike Timpane and this other guy were going to the South to find out, what was this money being spent on? And it was going to new uniforms for all white bands and— Just a lot of—

Lage: So you weren't happy with that initiative as it played out.

18-00:26:50

Butler: Oh, a lot of it was just flat out being stolen.

Lage: Could you enforce that?

18-00:26:56

Butler: Well, the enforcement mechanism was the regional office of the Department of Health, Education and Welfare in Atlanta. And I don't want to say that that was a racist office, but it reflected the South. The people there lived in the South and they weren't hurrying on school desegregation or anything else. And when we were running a summer intern program to monitor HEW performance and had a whole bunch of black kids in the program looking at how federal money was being spent, and I sent Tom Williamson, the same guy— Tom was working for me then. Ex-Rhodes Scholar, the whole works. Black guy. I sent him down to the HEW regional office in Atlanta. And he came back and he was laughing. And he says— Because if you talked to Tom on the phone, which I did before I ever met him, you would have no idea that he was black. He was raised in Piedmont.

Lage: In California.

18-00:27:59

Butler: So nobody in HEW regional office in Atlanta— And Tom walks in and they're in shock. Some black guy is coming down there from— Now you wouldn't even think about it, but there weren't that many black guys running around the government at that point. So anyway—

Lage: So what did he find?

18-00:28:19

Butler: Well, he told them what we were going to do. And of course, they dragged their feet and did as little as possible.

Lage: It's hard to work through the bureaucracy.

18-00:28:26

Butler: Well, bureaucracy is a good thing, but it's a hard thing to move. And if you have basically a bureaucracy in the HEW regional office in Atlanta that reflects the values of the South, it isn't racing to desegregate the South. Anyway, that was my brush with civil rights. And it was a real lesson. And it's going on today in politics. Obama's just finally cracked North Carolina and a couple of other places, but it's still—

Lage: You mean in terms of electoral politics.

18-00:29:09

Butler: Yeah, electoral votes. But that's what sank Gore and that's what sank Kerry, was the solid south. Anyway, so that was the civil rights piece of HEW.

Lage: Well, let me just ask you a couple things. I know that shortly after, in sort of the mid-seventies, there were programs out of HEW to kind of monitor and enforce affirmative action in universities. Hiring and— Did any of that happen under your—

18-00:29:37

Butler: I left in '71, so none of that was going on, to my knowledge.

Lage: It was been later.

18-00:29:46

Butler: What we had going on in universities were riots over Vietnam.

Lage: Right, right. So that was a different era, really.

18-00:29:52

Butler: And the Title IX stuff for women hadn't— I ran into that later on, with the dean of the Stanford Law School. Stan Pottinger, by this time, is the head of civil rights in the Justice Department, and he's trying to enforce Title IX. And Gloria Steinem is his live-in girlfriend. And Stan calls me up and says, "I'm

having a lot of trouble with the Stanford Law School and a lot of these places. Can you do anything with them?" So I went down and I talked to the dean of the Stanford Law School. And he said, "Well, we'd be delighted to hire a woman to be on the faculty, but we can't find any qualified women." That was the— To this day, I'm angry about that.

Lage: Uh-huh. And when was that? What era was that?

18-00:30:47

Butler: Probably 1972 or '3 or '4 or somewhere in there. Stan was still there in Washington. He was there as long as Elliot Richardson was attorney general, and Richardson left in the Saturday Night Massacre in '73 or whatever. Anyway, that was the early seventies. But all of that stuff was— And actually, when I got out here— I forget; have we talked about my being head of the Women's Action Program?

Lage: No. Was that after HEW?

18-00:31:21

Butler: No, *in* HEW.

Lage: No, I don't believe you mentioned that. Women's Action?

18-00:31:25

Butler: Well, a woman named Sandra Kaden—Alexandra Kaden, but otherwise known as Sandy Kaden—who later ended up as an op-ed writer for the *LA Times*, was working with me. And she said, "Lew, we want to start a women's action program in the department to move people up in HEW, and we want you to be the chair of it." Because every other problem had come to me. The Hispanic department, the Office of Hispanic Affairs, Native Americans, and whatever the black thing was called. And I said, "Well, why me? I'm part of the problem here." And she said, "We know that. Don't be flattered that we think that you're very good on this subject." And I said, "Well, why don't you pick Pat Hitt?" We had a woman assistant secretary. First rate woman. And they said, "Well, Pat Hitt is a symbol of the problem. She's moved up in the political world by acting like a man, and she's your token woman," and all of this kind of stuff. "And she's just the wrong person. And so we figure that we'll try to educate you on this subject." [Lage laughs] So they gave me a whole bunch of books to read—Gloria Steinem stuff, all of this. By that time, I hadn't met Gloria Steinem, but anyway.

Lage: And was this kind of a new concept to you? Had your wife been educating you?

18-00:33:09

Butler: Well, I said, "Sandy, I said, "If you talk to my wife, you'll find out that I'm the problem, not the solution." And she said, "We know that, we know that."

And I was, let's face, about as bad as most people, most males, were at that time.

Lage: In terms of how you looked at women's abilities and—

18-00:33:29

Butler: Well, yeah. I had first-rate women working for me and I thought they were wonderful, and I'd had these wonderful women in the Peace Corps and all of that. But if you'd said to me, we ought to have a woman secretary of state or *anything*, or governor, much less *president*— That took another forty years, forty-five years. And it hasn't happened yet. So I was just a typical male that didn't understand. And I had a traditional marriage and Sheana hadn't worked, except part-time, and she took care of me and took care of the kids and made dinner and all that stuff. So I said, "Well, Sandy, I still don't understand." She said, "Okay. We've done a study of people in the department, and we picked you." And I said, "Well, what do you mean?" And she said, "Well, on a scale of zero to 100, we figure you're about a three." Or maybe a four; I don't know what she said, but it was a single digit number. And I said, "Well, there's the proof. I'm the wrong guy." She said, "Yeah, but we figure everybody else is about a two. [Lage laughs] So you've got it." So they give me all these books to read.

Lage: And how did you respond to the books?

18-00:34:51

Butler: Well, [laughs] I began to get a little education. What's the famous book that was written?

Lage: There were so many.

18-00:35:08

Butler: Yeah, and I had them all. And I'd go home and read a little bit. So I was getting the word, but it didn't really sink in. And I don't think I did much. All I did was provide cover for these women, because they were going around asking questions in the department and saying, "Why didn't somebody get promoted? And why did you pick a man over a woman, when she was more qualified? And why are women paid less?" and all that stuff. But the big deal, the big light bulb went off for me— I came out of the secretary's office one day, and there'd been six of us in there, the secretary, the undersecretary, myself, somebody else, and the head of the Food and Drug Administration. And the issue was, we had to put a warning in contraceptive drugs, pills, about cancer. And the question was, how strong should the warning be, and what was— All that. And I don't even remember what the decision was. And I don't remember that I had any real part in the decision. I think the head of FDA said, this is what we intend to do, and I think the rest of us said yes or something like that. It was the patient package insert warning in the drug. So I walk out of the secretary's office, and here's Sandy Kaden, waiting in the hall. And she says, "Lew, do you understand what you've just done?" I said, "What

do you mean?” She said, “You’re in there deciding about the package insert warning for cancer for a drug, right?” “Yes.” “Not one of you in there will ever take that drug. How in the hell—” I don’t know what she said. But it was like this. She could’ve put a gun to my head and it wouldn’t have had more effect. Because it was the perfect example. We were making all these decisions about women’s health, and there wasn’t a single woman in there saying, lookit, I’m taking that drug and it would scare the hell out of me if I knew there was a cancer danger. Well, that converted me. I wouldn’t say it converted me into being a feminist, but it sure as—

Lage: That had more effect than the books, maybe.

18-00:37:29

Butler: Oh, much more effect. Yeah. Because it was right there in my face and I couldn’t avoid it. And so actually, when I got back to San Francisco, Phil Lee and I ended up going around doing stuff and trying to, in our modest way, champion the cause of women. And it was Phil that had basically admitted women as students in UC medical school. There’d always been a token woman here or there in the medical school, but now over half the students are women. Anyway, so that was my encounter with women’s rights.

Lage: Let me ask you, did you have any encounter with disability rights, which came up very shortly after you left?

18-00:38:15

Butler: I knew about it, but I had nothing to do with it.

Lage: You didn’t have— the rehab act of ’72 was—

18-00:38:20

Butler: I only had to do with it because when I got back to the law school— And here Tom Joe is this great friend, who’d been this genius that had gone with us to Washington, and Tom was blind. He wasn’t legally blind, he was *flat out* blind. And Tom got me to go to see the Center for Independent Living at Berkeley. So I went down there and met that wonderful guy, who’s now dead—

Lage: Ed Roberts.

18-00:38:46

Butler: Yes. And Phil Lee had helped him enormously. I didn’t even know that at the time. And so I got some education about this effort for independent living and disability and making sure you could get over the curb in your wheelchair. So it was basically Roberts and other people down there that were—

Lage: But Tom Joe made the connection.

18-00:39:09

Butler: Tom Joe made the connection.

Lage: And was it Tom Joe who worked on SSI?

18-00:39:13

Butler: Yes. Tom Joe worked—

Lage: Because that was terribly important to people with disabilities.

18-00:39:14

Butler: —on all the welfare stuff. And Medicaid. Tom Joe had been the author of the welfare laws of California, as a staffer. And of the Medi-Cal law. And then he went with us. And the joke was, people said, well, it was a good thing Tom went to Washington. Because if he'd stayed in a state, he would've gone all over the United States and gotten more money from the federal government than anybody. Because Tom was a genius at getting matching funds from the federal government. He'd take stuff that California was funding totally and dump it into Medi-Cal, and then half the money would have to come from the federal government. And so literally, the day Medicaid passed as a federal law, Tom had already, with Jack Veneman, passed the California Medi-Cal law. And they had a budget number for Medicaid, and that budget was used up by two states, day one. That was New York and California.

Lage: They were ready to go.

18-00:40:20

Butler: Ready to go, and take all the money. And so it threw the budget completely— The Medicaid budget ended up being five or ten times— And I was trying to deal with that, because we had this fiscal crisis because everything was costing us more money, Medicare and Medicaid.

Lage: Unanticipated. You didn't—

18-00:40:38

Butler: Well, if money is available, then people find ways to spend it. Whole new diagnostic procedures. Later on, CAT scans were coming in; now it's MRIs. CAT scanners were invented in England. At one time, there were more CAT scan machines in San Francisco than in all of Great Britain. And so health care was taking 14 percent of a growing gross national product. Anyway, so that's all I had to do with disability.

Lage: The reason I'm asking about it is because we have a disability rights project at the Bancroft Library. But do you think that Tom Joe had a particular insight into disability rights? Was that a major concern of his, civil rights for people with disabilities? Or were social services his concern?

18-00:41:34

Butler: Well, he certainly had a personal concern. How much he ever did about that at HEW, I don't know, because Tom was down in the middle of the Department of Welfare of HEW, doing all of this good stuff. But then when we were drafting legislation, he'd come up and help me.

Lage: Because SSI [Supplemental Security Income] is a terribly important social service.

18-00:41:58

Butler: Well, SSI was our greatest accomplishment.

Lage: And was he a key figure in that?

18-00:42:03

Butler: Oh, he was a huge— he was probably— I would guess, because I wasn't involved in it, that Tom was the author of SSI, and Jack Veneman was the guy that was pushing it. And when we didn't get the regular welfare reform, we got SSI, which was this *huge* accomplishment.

Lage: Did he come out of the Reagan administration in California?

18-00:42:27

Butler: Tom Joe?

Lage: Yeah.

18-00:42:28

Butler: No, no. He was a staffer when Jess Unruh was building the staff of the state assembly. His greatest accomplishment. He hired all these brilliant people, and Tom Joe was the most brilliant of them. And Jack Veneman attached himself to Tom Joe, or vice-versa.

Lage: Oh, I see.

18-00:42:46

Butler: Jess Unruh tried to freeze Jack out of the state legislature because he was a Republican from Modesto, and finally he realized that Jack Veneman was this enormous tool that he could use to help get stuff passed. He froze him out of any committee assignment at the start, and finally he realized that was a huge mistake. So Veneman and Unruh became great friends. And Bob Monagan, who was then later the Republican speaker, he and Unruh got— and Bob Monagan and Veneman were like brothers. And Monagan and Unruh got together and got everything passed. And Tom had the Assembly Office of Research. Tom Joe was the resident genius.

Lage: I see.

18-00:43:32

Butler: There were a lot of other smart guys, but none of them any smarter than Tom Joe. That's why Veneman always laughed that he had to take Tom Joe with him to Washington or we'd [laughs] lose our whole HEW budget. So I wasn't involved in it, but I'm sure Tom Joe was the author of SSI.

Lage: Okay. Didn't want to divert you from your—

18-00:43:56

Butler:

But the other big deal—*another* big deal—in HEW was bringing in a whole bunch of young people. And since then, I've thought that that was probably the most important thing we did. Because national health insurance never passed; and SSI did pass, welfare reform didn't; a lot of the education stuff just sort of disappeared. But when we were there for the transition, had an office, and during that period, Bob Finch and I went out to have lunch with David Gardner. And David Gardner had been the secretary of HEW under Lyndon Johnson, and he had been—

Lage:

Now, David Gardner or John Gardner?

18-00:44:49

Butler:

Excuse me. John Gardner. How could I get mixed up? David Gardner, one of my least favorite people in the world, when he was the head of UC. No, John Gardner, I'm sorry. That's awful, because John ended up as a really great friend. Anyway, I had met Gardner when he was out here, when he was secretary of HEW, I think at the Bohemian Grove. Then Howard Nemerovski had been this White House Fellow, and he, John Gardner, had launched the White House Fellows program. So Bob Finch and I had lunch with him, to get his advice about how to run HEW, and I remember him turning to me and he said, "Lew, if you don't do anything else, hire a whole bunch of young people. Because," he said, "The Eisenhower administration had nothing but the old guys." And by that, he meant people not sixty-five, but age fifty. So there'd be nobody around when the next administration came by. Because he said, "We've got a government. We've got two parties and they're going to go back and forth running the government, and you've got to make sure that they've all got qualified people in them to keep it going."

Lage:

So he was talking about civil service people.

18-00:46:08

Butler:

Well, no, he was talking about— Well, he certainly was talking about civil service, but I had nothing to do with hiring people in civil service. I had to do with hiring political appointees. And let's say that's 400 people in a department. Well, I think by the time I left there, some of them had gotten older, but I had hired maybe twenty people, or twenty-five, under the age of thirty. And I still think it was the best thing I did when I was there. And I really owe that to John Gardner.

Lage:

And why was it— talk about—

18-00:46:41

Butler:

Leon Panetta was an example. I didn't hire him, Jack did. One of them, Dick Darman, I hired him in the last year and a half that I was there. Dick was twenty-seven years old. He'd never had a job in his life. He'd been at Harvard and then Oxford, and Harvard Business School and Harvard School of Education. And the guy that was sort of my deputy, Mike Timpane, had gone

to Harvard on leave for nine months, to get a graduate degree and come back and help me, and he brought Darman with him.

Well, Darman's just about the smartest guy you ever saw in your life. This was his first job and we became great friends. When I left—all of these people had the title of special assistant to me because I just kept accumulating them, and they'd be assigned to do different jobs. And when I left, Darman attached himself to Elliot Richardson, as his special assistant. He went with Richardson from HEW to the defense department, and then to the justice department. And he departed the day that Richardson and Bill Ruckelshaus departed. They all left together in the so-called Saturday Night Massacre.

Then Dick came back in the Reagan administration, as the deputy chief of staff in the White House. So he prepared all the briefing books for Reagan. And then he became kind of the right hand guy to James Baker in the White House. And when Baker became secretary of treasury, Dick went over there as the undersecretary. And then he became the head of the Office of Management and Budget and was blamed for getting George Bush, Senior, to increase taxes, when he had said, "Read my lips. No new taxes." So Dick became persona non grata among a lot of Republicans, because he pushed for a tax increase. Which of course, is exactly what would've happened. He was so smart and so clever that he was sometimes too clever for his own good. So they coined a term, Darmanesque, in those days, when he was in the OMB dealing with the Congress, which meant too clever by half. [Lage laughs] It was just too ingeniously creative and devious.

Lage: Did you feel that way about him?

18-00:49:42

Butler: I'm extraordinarily fond of him, but I— And when this was all over, and he was then persona non grata, then, thanks to Mike Timpane, who had recruited him, about, oh, four or five years ago, we all got together in Washington and laughed about it. By that time, he was working with the Carlisle Group, which had George Bush, Senior, in it, going around the world, making lots of money on foreign governments and stuff. And tragically, he died of cancer a couple years ago.

Lage: So what did he do for you? You put him in as special assistant.

18-00:50:17

Butler: Well, we were working on early childhood education, so he was doing all of the studies on what that would mean, because we wanted to have universal early childhood education and we were costing it out. I remember [laughs] he'd given me a number that it was going to cost \$2 billion. And I was in trying to sell, I guess it was Elliot Richardson and Jack Veneman, that we could afford this in the budget, when Darman sent a note in to me. He said,

“We made a slight error. It was \$20 billion, not two.” [they laugh] They lost a zero.

Lage: So you didn’t sell it, I assume.

18-00:51:02

Butler: Well, we might’ve sold it, but it never got very far in the Congress or anywhere. It was another one of those dreams that didn’t happen. But he was just one guy, and then there’s a Robert Krughoff, who ended up running the services equivalent of *Consumer Reports*. He still publishes it. And a guy named Sid Gardner who came, he was one Republican, came from the Lindsay administration. He ended up as a great crusader for children in America and was a city councilman in Hartford and all that. And the great thing for me was that we were all good friends. And we would play touch football together out on the— And then we’d have a retreat at someplace. I really liked these guys. But the organizational chart in my office was a little confusing, so when I retired, Darman came up with the idea that they’d bring me a model of the organization chart.

Lage: [laughs] When you left the office?

18-00:52:15

Butler: When I left the office, at my going away party. And the model was a fishbowl, and it had forty fish in it, because I had about— They had different labels. Like Timpane was the deputy assistant secretary for education. But basically, it was forty fish swimming around in a circle. [they laugh] And they were all kind of special assistants, because I just kept assigning jobs to people because they were so good. One of them, Mike O’Keefe, he was a civil servant. He’d been in the Catholic seminary. And Mike, I just sent to the White House to work on all the education stuff. And he was just a fiery, terrific guy, who ended up running a huge foundation in Minneapolis. So I had all of these wonderful people. And the one thing I felt good about later is that they were all so successful.

Lage: Mm-hm. They all moved—

18-00:53:16

Butler: You’re not supposed to admit it, I guess, but we had a great deal of fun. We even sang—it drove people nuts. I thought the halls were so drab that we commissioned high school students— Yeah, high school students in the District of Columbia, to put together banners that would hang in the HEW halls. And I think we must’ve had twenty of them. And they were sort of felt banners with pictures on them. Well, that caused a lot of ruckus, because someone had hidden a French sexual symbol into one of these banners, [they laugh] and I got some heat about that. But anyway—

Lage: You really seemed to be—

18-00:54:02x

Butler:

And then we had Christmas parties. Our whole office went caroling. I can't sing a damn note, but we just decided that HEW was such a dull place that we marched up and down the halls on Christmas Eve, singing carols. Some people thought it was absolutely wonderful, some people thought it was horrible. But we had a very good time.

The other thing I learned about was the civil service. I knew absolutely nothing. And the first experience I had was I got there— And I had some sense about the department of Social Security. I certainly knew about Social Security, the biggest social program the United States has ever had, and ever will have, probably, unless we get universal health insurance. And so I was in charge of, during the transition, interviewing people that were heads of all of these places. And as I mentioned, a lot of them had come in and been converted into civil servants, but we had to convert them back, and they were going to leave. But I thought the head of Social Security was a political appointee. He wasn't, he was a civil servant. And he was about the most capable civil servant in all of Washington, D.C. He had built the Social Security Administration. He'd gone to work for it in 1936. During the Depression, when Social Security started, they could attract the smartest college students in the world, because there were no jobs. So Social Security had acquired these *enormously* talented and hard working civil servants to run it, and when we were there, there was no question it was the best run part of HEW. The worst run part was probably the part that was administering welfare.

But anyway, I think maybe I mentioned when we thought there was going to be a postal strike— Did I talk about that? We called in Bob Ball, the head of Social Security, and said, "There's going to be a postal strike, and how are twenty-two-million people going to get their checks?" And he said, "Would you feel any better if you knew that we have an emergency provision, where we have a contract with private service delivery," like, "what can Brown do for you?" [they laugh] United Parcel, whoever. And he said, "We can get all the checks delivered without the postal service.

Lage:

So they'd thought about that.

18-00:56:42

Butler:

Yeah. They'd thought about it for years.

Lage:

So you thought he was a political appointee, and then—

18-00:56:49

Butler:

Well, but I don't know any of this at that time. So Bob Ball comes in. And I can't believe it, but I'm assigned to do all of these jobs when I'm the one that knows the least, because Finch and Veneman are doing policy, politics, White House, whatever. So I talk to Bob Ball and I said, "We've heard really fine things about you. And I don't know what the decision would be, but we'd like

to ask you to stay on in your job until we sort of get a handle on what's going—" I don't know what I said.

And he said, almost in these words, "Well, that's interesting. You can't fire me. I'm a civil servant." And I'm feeling like the most stupid guy in the world. For the next two and a half years, I had a kind of friendly running competition with Bob Ball because he wanted a different form of national health insurance than we had. He wanted universal Medicare, single payer system. He wanted drugs under Medicare, which we now have. The White House wouldn't go for that and we wouldn't go for it either, because it was too expensive. But the big deal, the most fun I had with Bob Ball was I found out, because I had the office of Hispanic affairs or whatever it was called, that there were hardly any Spanish speaking employees of the Department of Health, Education and Welfare. And we had a regional office, we had all of this, and we had the— Nothing like the Latino population now, but— And so I decided that one of my jobs, since I had this office, was to do something about this. So I got ahold of Dave Sanchez. Dave Sanchez, who'd worked with me that summer with Tom Williamson, who'd gone on to get a PhD in education. And he ended up later as the chairman of the school board in San Francisco, and on the faculty of UCSF, and on the police commission and on the fire commission and on the board of the San Francisco Foundation. But anyway, Dave Sanchez is my friend. When he was twenty-three years old, he worked with me. So I get ahold of Dave—who doesn't speak very good Spanish, by the way, but his mother and father, I think, were both immigrants. I think he's second generation. His mother had been— I think she'd sewn for Levi Strauss in that Valencia Street plant, and his father was a stevedore.

Lage: I have to stop you right here to change the tape.

[End Audiofile 18]

Begin Audiofile 19 02-05-2009.mp3

Lage: Just let me say it's tape nineteen now.

19-00:00:04

Butler: I had this budget. We had—I was about to say conned, but that's about it—the appropriations committee into setting aside 1 percent of the HEW budget for evaluation, so we could find out if things were working. So I had kind of an unlimited amount of money. I never spent the 1 percent, but I—

Lage: And you were in charge of that budget?

19-00:00:32

Butler: Yeah, because I was the assistant secretary for planning and evaluation, this phony title. And we never did, really, any planning, and we never really did any evaluation, in the formal sense. But we did a lot of innovation, put it that way. So anyway, I got a hold of Dave Sanchez and I said, "Dave, we'll put

you on the rolls as a consultant to me.” He was finishing up his PhD at Berkeley. “And I want you to go around to Social Security offices up and down California and find out if there’s anybody that speaks Spanish in those offices.” And so we conjured up that he’d tell them that his grandmother didn’t speak English and she wanted to come in and apply for her Social Security, but she needed somebody that she could speak Spanish to. And Dave pretended that he— But his Spanish, as I said, is terrible, but I guess he spoke English to everybody; it didn’t matter. So he did that and he compiled a list. And I think he found maybe one person in the entire state of California employed by Social Security, that spoke Spanish. So that’s what I needed. And I had the report from him.

So then I call up Bob Ball and said, “Hey, would you come by and see me next time—” They hid out in Baltimore. That was Social Security’s great secret, get as far away from HEW as possible. They never wanted to be part of HEW in the first place. They’d always been independent. And then when they created the Department of Health, Education and Welfare, they threw Social Security in. So they’re hiding out in Baltimore, hoping that we won’t lay a hand on them. But anyway, they’d have to come by to get whatever, or persuade us to do something. So one of those times he came by, and I gave him the Dave Sanchez report. I said, “Bob, this is a disgrace. We’ve got to do something about it. We’ve got all these people that have been farm workers or whatever, they’re retiring, they’re entitled to Social Security, they can’t talk to anybody.” He says, “Why [are] you picking on me?” [chuckles] He said, “I’m doing better than anybody.”

I said—I remember exactly—I said, “I’m not picking on you. You got the best part of this whole department. I know that you’ll do something.” And he kind of grumbled. We were sort of friendly adversaries the whole time I was there. So he went away. [laughs] And about six months later, he sends me a report. And I forget the number, but he had hired, I think, 100 people that spoke Spanish and he’d done all of this stuff. I call him up and I said, “Hey, Bob, I was right.” And he said, “What do you mean?” I said, “You were the one guy that’d do something about this.” So anyway, it was great.

Lage: That’s good. That’s a good example of how to get things done, too.

19-00:03:34

Butler: Well, it was wonderful. And then there was a guy working with me, Dan Sprague. And he was working on early childhood stuff, too. He’s ended up in Lexington, Kentucky, as the head of the Council of State Governments. But the point was, we had all these wonderful younger people. We also had some problems. One was a guy that was foisted on us, named Fred Malek. actually, one of Finch’s big supporters wanted us to hire Malek. Well, Malek was an empire builder.

Lage: Was he young, also?

19-00:04:12

Butler:

He was thirty years old. He was one of the great users I've ever run across. *Very*, very smart. He'd gotten the federal government to send him to West Point for an education, and then to send him to the Harvard Business School for an education. He resigned from the military the day he could, had paid off his obligations, and had gone to work for McKinsey and made a pot full of money, and then made another pot full of money in a hardware business. He was just Mr. Ambition. So he gets in there and he wants to fire everybody. He was going to fire my friend Joe English, and I knew Joe had to be fired and I went along with Fred, because I knew that Fred Malek would just enjoy cutting him up in pieces.

Lage:

So why— I don't understand that.

19-00:05:02

Butler:

Well, Malek was an empire builder, and he just took great pleasure in showing his muscle and firing people and doing this and—

Lage:

Now, Joe English had to be fired because he was a Democratic holdover?

19-00:05:15

Butler:

Well, Joe English, it was a classic example of the Wilbur Cohen thing. As he was going out the door, Wilbur Cohen appointed Joe English the head of the Department of Health and Human Services, which did hospital kind of stuff. Well, here Joe English was Ted Kennedy's private physician and Peace Corps doctor and friend of the Shrivvers and friend of the Kennedys. And he was just parked in there for six months and was in a position and he wasn't— They hadn't converted his position to civil service, I don't think. I forget. But anyway, there was no question that Joe English had to go. He couldn't have accomplished *anything*, given that political background.

Well, Malek was going to go and basically have fun just killing Joe English, telling him to get the hell out of here. And I said, "Fred, I want to go along." And I was there, and Malek did his act and left. And I said, "Joe, you can't do anything. You won't be able to do anything here. You're politically poison. You could be much better off getting out of here. We're doing you a favor." And a month later, he was in a job paying twice as much, as the head of hospitals for New York. But anyway, that's what Malek was doing.

Well, Malek mucked up so much of the stuff we were trying to do and was basically trying to expand his empire, and the people that worked for me were saying, "Lookit, every time we try to do something Malek goes killing it." He was technically Jack Veneman's deputy, but by that time, we all realized— and Elliot Richardson, too by then, was there—that Malek was not a blessing. Well, Malek saw a job open up in the White House that would make him more powerful, so he announced that he was going to that new job. So it was our job to make sure that he didn't screw us when he was in the White House. And the way to do that was to give him a going away party at my house, with

Elliot Richardson and Jack Veneman and myself and a couple of other people from the department. The purpose of the party being to tell Fred Malek [chuckles] what a wonderful person he was. Well, it was enormously successful. [they laugh] I've never seen Richardson so good.

Lage: And you all talked about this in advance?

19-00:07:50

Butler: Oh, we just told Fred Malek he was the most wonderful person that ever lived. I've never seen a worse con job done, or a more successful one. So that was a great success and we all laughed about that for years afterwards. But Malek ended up running a George Bush political campaign. He was a big—

Lage: George W. Bush?

19-00:08:10

Butler: George W. Bush. He also worked with George H.W. Bush. I think he was George W. Bush's— He was head of one of those campaigns, or the volunteer part of the— something like that. He even got to be the head of some group trying to bring baseball back. But I [chuckles] was interviewed by the *Washington Post* when Malek, by this time, had moved up the ladder and was in high positions under the first Bush, I think. And someone from the *Washington Post* called me and said, "Well, tell us about Fred Malek. You knew him when he was younger and when he first came in."

And I said, "Well, all you need to know about Fred Malek is that I used to ride occasionally with him into work because he lived out near me, in Virginia. And you went on the George Washington Parkway. And there was always a backup of about a mile of a line of cars trying to get onto the Key Bridge or the next bridge down, because you had to turn off the parkway. Malek never got in that line. He just went along the other road and then he snuck in at the end." That was the lead in the article in the *Washington Post* about Malek. [laughs]

Lage: Oh, really?

19-00:09:23

Butler: But I said, "You can't quote me." The story I didn't tell him was that—this was a classic Malek—he bought a fur coat for his wife for Christmas. She wore it for the two weeks. And we were going to HEW events and she was wearing this beautiful fur coat. And after two weeks, Fred returned it to the store and said it didn't fit. [Lage laughs] And he ended up a big power in the Bush kind of politics.

Lage: Did he have an ideological bent, as well as his personal ambition?

19-00:09:56

Butler: No. He was conservative, but his only real interest in the world was Fred Malek. He'd managed to screw the army out of graduate education at West Point. All he ever thought about was Fred Malek. And power. Then we had an even worse guy, who was the general counsel, named [Robert] Mardian. And we couldn't figure out how to get rid of him. He was sent over to keep us under control and kind of spy on us. And even Pat Gray, I told you, who was to be head of the FBI, Pat Gray couldn't stand him. *None* of us could stand him.

Lage: Because you felt he was spying?

19-00:10:39

Butler: Well, first off, he's just a terrible human being. But then he was always trying to tattle on what we were doing to the White House, because he was a big pal of the attorney general and Kleindienst, the deputy attorney general. And he had the right wingers in the White House, and he was always telling me how bad we were and we were socialists. I don't know what he was saying. But we couldn't stand the guy. And I guess I didn't mention about this. One day, both the secretary and the undersecretary were away. Did I talk about that?

Lage: I don't think so. You did mention Bob Mardian but I can't—

19-00:11:17

Butler: Well, anyway. Yeah, I think they were both out of town, and I was the acting secretary, and I think Stokely Carmichael or somebody like that was coming to speak. He wasn't a known criminal, but he was— And invited by a black civil servant employee group.

Lage: Coming to speak at HEW?

19-00:11:40

Butler: At HEW. Jim Farmer, the great civil rights leader, head of CORE [Congress of Racial Equality], for reasons I've never understood, had wanted to be in the Nixon administration. And we had Jim as our assistant secretary for administration, running all the buildings and stuff. He and I had gotten to be good friends. He swore me in when I was there, and I gave him his going away party when he left. But anyway, Jim called me up and said, "Mardian is telling me that I can't admit—" whoever it was, Stokely Carmichael, somebody like that. And he said, "This is a legitimate black group and the guy isn't a criminal, and Mardian is saying we're letting, basically, black hoodlums in." And he said, "Mardian just won't get off my back." So I said, "Well, I'll call Mardian," because I'm the acting— But before that happened, Mardian calls me and tells me that I've got to tell Farmer that this guy can't come. And Mardian goes on for about ten or fifteen minutes and I'm just getting so mad. I finally just slammed down the phone. I just said—you're going to think this is my standard thing—I think I probably just said, "Fuck you, Mardian," and slammed down the phone. Well, it was the next morning

that I get summoned by the secretary and the undersecretary, who are at the other end of the building, to come down there. And I know what it's about because Mardian's bitching and moaning. And we'd managed not to make him mad. They'd sort of handled him to keep him under control. But I'd obviously lost it, in my one day as secretary. So I go down there. And I walk in and I say— Their offices are right together, so they were both in Bob Finch's office. I said, "I know." I said, "I just blew it. I lost it." And they said, [laughs] "Sit down. Congratulations. Mardian quit this morning." [they laugh]

Lage: So you were a hero.

19-00:13:49

Butler: So I drove him out. And Mardian went to the White House and got himself indicted in the Watergate conspiracy. But Mardian was so ineffectual that he was dismissed as a co-conspirator because he couldn't even get in on the conspiracy with Haldeman and Ehrlichman and those guys. He wasn't important enough.

Lage: Tell me more about Jim Farmer, why he was there and what he did. Was he a Republican—

19-00:14:17

Butler: No.

Lage: —before and after?

19-00:14:21

Butler: I don't think Jim had become a Republican. I just don't know.

Lage: And he was in administration. He wasn't working for civil rights or education?

19-00:14:35

Butler: No. No. He had wanted the job. Bob Finch had given him— I hadn't been involved in appointing him, I don't think. I don't remember. I was just always stunned by the fact that he wanted a job.

Lage: Maybe he needed the money.

19-00:14:53

Butler: Well, that might've been it. But I really like Jim a lot. And when we had the going away party— He had a farm. And I had a chainsaw back at Fall River, so my going away present from the department to Jim was a chainsaw. [they laugh] Not for chainsaw massacres, but so he could cut wood on his farm. But it was a sad thing to see this distinguished guy kind of humbled.

Lage: Humbled by the position he took?

19-00:15:24

Butler: Well, just humbled by the position and by being in the Nixon administration, all of that.

Lage: But he left before you did.

19-00:15:31

Butler: He did leave before I did.

Lage: On his own accord?

19-00:15:34

Butler: He left on his own, because he realized that he was just he was a token.

Lage: How old was Farmer?

19-00:15:37

Butler: Well, I can look at that picture when he was swearing me in. He was probably fifty. Let's see. This is 1970, when he left, I guess, and he'd been a— Yeah, he'd probably been thirty-five years old when he was leading CORE, maybe, so that would make him fifty. Maybe forty-five to fifty. Just a *very* nice man. But his stock in the civil rights movement had gone way down, and people like Whitney Young, the moderates running the Urban League, were the big heroes. And Jim, I think, was regarded as just having sold out, I don't know.

Lage: Too bad.

19-00:16:29

Butler: One final thing in that story was that not only did I not know anything about the civil service, I didn't know anything about the press. And that's when I discovered that I really— We were very fortunate. We had outstanding people covering us. And to this day, I'm a huge fan of really good reporters. David Broder was the political guy.

Lage: Assigned to you? Your department?

19-00:17:00

Butler: Well, he just covered stuff we were doing because it was national health. He was basically covering politics. And when I left, I had lunch with him. Meg Greenfield was writing editorials for the *Washington Post*, just a wonderful woman. She was covering us as a reporter, I think. I didn't think much of [Robert] Novak. He was also covering us. A guy named Vince— I'll think of it now. Wonderful reporter, who died of cancer shortly after, for the *Los Angeles Times*. And then Dan Schorr was doing it for National Public Radio. Anyway. And of course, there was this [laughs] Scotty Reston experience. So I got to be a big fan of the reporters. And to my great surprise, some of the best articles were written for the *Wall Street Journal*. The *Wall Street Journal* editorial page was out of darkest night, right-wing stuff. But the front page

lead articles in the *Wall Street Journal*, everything we did they got right. Whether they agreed or disagreed, the reporting was good.

Lage: Did you have a press office that handled all that?

19-00:18:31

Butler: Oh, yeah, we had a big press office and all of that. But then the press people were—they'd get the party line from the press office or the press release, but then they'd come around the back door and ask Veneman and me what's going on, and we'd give them stuff off the record or—I don't know. Veneman was much better with the press than I was.

Lage: Well, did you have any bad experiences as you were learning about the press?

19-00:19:02

Butler: No. No. I never got— And when Jack Veneman left Washington, Meg Greenfield wrote an editorial for the *Washington Post* saying Washington was very lucky to have this guy. The *Washington Post* is—But that reminds about the Kay Graham piece.

Lage: Right. We'd been talking about the fact you wanted to tell me about Kay Graham. [chuckles]

19-00:19:29

Butler: And I thought, since we talked about it— Did we cover how I met Kay Graham?

Lage: No, I don't think so. You just mentioned off the tape—

19-00:19:37

Butler: Okay. My secretary, wonderful, wonderful secretary, Rita Dolan, comes in and says, "Mr. Butler, Mrs. Graham is on the phone." And I say, "I don't know a Mrs. Graham." And she says, "Mrs. Kay Graham is on the phone." And I say, "I don't know a Mrs. Kay Graham." And she says, "Mr. Butler, you're going to have a *very*, very hard time in this town if you don't know who Mrs. Kay Graham is." And I say, "Wait a minute. I think that's Wally Haas's cousin." And she says, "I don't know who Wally Haas is, but Kay Graham is a lot more than Wally Haas's cousin." [they laugh] So I talk to Kay, and she says, "Wally has called me, and would you come for dinner?" By that time—it was when I was first there—Sheana wasn't in town; she was getting the kids packed up.

So I went to Kay Graham's house for dinner. I remember driving up. The gravel was so deep in the driveway [laughs] I thought I needed four-wheel drive. But anyway. And her big house—I was going to say mansion—but this beautiful big house in Georgetown. And I go to dinner. Because they're trying to know somebody—The Nixon administration is not their logical place to know people. So I remember that night I had dinner, and people were there—

Hubert Humphrey. I'm Mr. Neophyte; I don't know anything. And I'm sitting there with a bunch of reporters. And it turned out one of them was Stewart Alsop. And I didn't know that Stewart Alsop was Mr. Big. He was some kind of a cousin of Franklin Roosevelt's. But Stewart Alsop is the most arrogant guy in Washington writing. His brother— Excuse me. Stewart was the good one. Joe Alsop was the terrible one.

Lage: Okay. Joe was the one who was at the party?

19-00:21:48

Butler: Well, because they're brothers, they were both, I think, related to Roosevelt, I don't know. Anyway, Joe Alsop was at my little table. I think I had a couple of drinks, and he seemed to think he knew about everything, so I got in an argument with him. Finally, he just got up and left. [laughs] There were a whole bunch of other reporters from the *Washington Post* at the table. I guess this was kind of a *Washington Post* table or something because, after all, Kay Graham owned the paper. And they all started laughing and patting me on the back saying, "Hey, you really gave it to Joe." Well, I didn't know Joe from the wall.

Lage: [laughs] Do you remember what the argument was?

19-00:22:31

Butler: Oh, he seemed to think he knew everything about education, and I was telling him he didn't. Or welfare. I don't even remember what it was about.

Lage: You were just reacting to him as a person.

19-00:22:44

Butler: Yeah. So then later, Joe Alsop came to see me and said he had the solution to all the world's problems. And then he would call and ask if I wouldn't like to come down and have cocktails with him. By that time, I realized who Joe Alsop was and I didn't want anything to do with him, so I would fend him off as politely as I could. But I never went to his house, which is where he wanted, apparently, to suck you into whatever web he was spinning at that time. But his brother Stewart was writing a column.

Lage: For what paper?

19-00:23:24

Butler: I think also for the *Post*, but maybe— There was another paper that folded in Washington. I forget. Maybe Stewart wrote for that one. Anyway, Sheana and I ended up eventually being asked to his house for dinner. I forget why. But he was a very nice guy, and died of cancer while we were there, and wrote the most beautiful story about dying of cancer, before he died. A just extraordinarily nice guy. Anyway, that was my experience with the press. But meantime, so there's Kay Graham. And one time she asked me to come down

and meet, just off the record, with the *Washington Post* editorial board, and I did that.

Lage: And what kinds of things would she—

19-00:24:16

Butler: Well, she just kind of wanted to know, off the record, what we were doing about welfare reform and so on. The other thing I remember is that she was just kind of getting into the job and for whatever reason, she would call me up and ask for advice about stuff that she was doing, once or twice. But anyway, it was very flattering. And I liked her. I had no idea—she wasn't then billed as the most powerful woman in America. She was still kind of Wally Haas' cousin.

Lage: To you.

19-00:24:55

Butler: And then just before I left, two weeks before I left, she invited Sheana and me to come out and have lunch at her farm, and that was very nice. And actually, I wrote to her when I was back here, about Nixon and Watergate and all that.

Lage: Oh, you did?

19-00:25:10

Butler: Yeah. But the thing I mostly remember is, because of the Cambodian stuff and the Vietnam War and all of that, there was just this— All these kind of under-thirty group that were working for me were pretty worried. And in fact, one of the guys who I had inherited as a civil servant was actively campaigning against the war in Vietnam politically. I told him, I said, "You've got to make up your mind. Either you stay here and work with me and you can't do that, or you go out, because," I said, "I just can't have a civil servant. . ." I said, "It's killing me. Everything I'm trying to do in the White House will be poisoned by you being out there picketing." Well, he decided to quit. And then I had a whole delegation march into my office one time, of young people, protesting my firing the guy. And they came in under false pretenses, by the way. One of them said they wanted to see me, and fifteen people came in my office.

Lage: And these were all your employees.

19-00:26:15

Butler: Well, they weren't *my* employees, they were all employees of the department. But they were backing up the guy— I didn't know any of them. And they were telling me that they had looked at me as a good guy and I was a bad guy. And I was so angry. I said, "You guys are so chicken you don't even have guts enough to say you wanted to bring a delegation to see me. You trump it up with one guy that wants to come in and talk about something, and in fact, you bring in this mob." I said, "You ought to be ashamed of yourself." [they laugh] I was really angry. Well, anyway, so all that stuff was going on.

And as I was leaving, I realized that because of Vietnam, there was just— There were all these wonderful people that were working with me, that were under thirty years old, that needed to have a kind of shot in the arm. And so I asked Kay Graham if she would come down and talk to them and tell them, lookit, I've been in this town a long time; I've seen governments come and go. This Vietnam thing looks terrible, but it'll be over someday and you should stay committed to government, and all this kind of stuff. And she brought with her one of her best writers at the time. Well, it was scheduled for the week before I was to leave the department. And we set up a luncheon and she was to drive into the basement. She didn't want to be seen coming in anymore than [laughs] the White House wanted me [to be seen with Kay Graham]. The White House didn't know I was entertaining Kay Graham, because she was whacking away at the White House every day in the *Washington Post*. And at Nixon and the Vietnam War. Well, it was right in the middle of the controversy over the Ellsberg papers.

Lage: Oh, wow.

19-00:27:58

Butler: And I think I had mentioned about McCloskey having the Ellsberg papers.

Lage: No, I don't think you did.

19-00:28:05

Butler: Really? Well, Daniel Ellsberg was a Marine, ex-Marine. And he had these papers, the—

Lage: Pentagon Papers.

19-00:28:16

Butler: —Ellsberg papers, yeah, that he had stolen from the Pentagon, labeled Top Secret. So he tried to get the Senate to do something about it, hold hearings on them. And that didn't happen, because the senators— Fulbright was worried that these were stolen papers. I don't know what was going on. All I know is that Ellsberg got so worried about the papers, and that something might happen to him, that he gave a copy of these papers to Pete McCloskey, fellow Marine. That was the connection between the two of them. He didn't know McCloskey, really, but he just walked in and handed him— And he said, "Keep them in your safe. Don't look at them. But if anything happens to me, you'll have the papers." Well, then the whole thing surfaces. The papers are leaked to the *New York Times*, I guess first, and then the *Washington Post*. Ellsberg's on the run in New Hampshire somewhere. The cops and the FBI are chasing him, trying to find him. He calls up McCloskey, I think from a gas station somewhere in New Hampshire. And McCloskey tells him, he says, "Lookit, surrender. You're a hero." [they laugh] So he does surrender. He goes into some police— I forget exactly.

But that night, McCloskey brings the papers over to my house and we've got them on my floor. And it's a *huge* stack of stuff and we're reading all this stuff. And it's obviously very potent stuff. And one of the problems was there were no page numbers because Ellsberg— It's all labeled Top Secret, but the page numbers are up where the Top Secret is. So he's cut off Top Secret when he Xeroxed the papers, so we've got to be careful to keep all the papers in order. So that's all I know about the Ellsberg papers. [Lage laughs] But meantime—

Lage: Did Pete ever give his copy out or—

19-00:30:24

Butler: Yeah, well, by that time, Ellsberg is back.

Lage: The *Times* has his copy.

19-00:30:29

Butler: Yeah. And later, John Ehrlichman goes to jail for having the plumbers raid Ellsberg's psychiatrist's office when they— They were trying to defame Ellsberg and say that he's crazy and he's going to a psychiatrist and all this stuff. But meantime, the *Washington Post* and the *New York Times* are in court, charged, basically, with publishing top secret documents of the United States government. It's kind of too late to get an injunction to stop it because it's out all over the United States. [chuckles]. But anyway, they're after criminal charges against the *New York Times* and the *Washington Post*. It happened that the day of the Kay Graham luncheon, she's in court on the Ellsberg papers. So her office calls and says, "Mrs. Graham's very sorry, but she's in court and she won't be able to get out until one o'clock." And I said, "Well, that works." So we delay the luncheon until one or one-thirty, and she drives in and she makes a nice little speech to all these employees. And I appreciated it so much because she basically told them to—

Lage: Hang in there?

19-00:31:53

Butler: Your government isn't all bad, it's fine and it'll survive and blah-blah, whatever, which was a great favor to me. Anyway, that was Kay Graham.

Lage: So that was interesting that as you left, you sort of wanted to keep things going.

19-00:32:10

Butler: Well, I was very fond of these people that worked with me. And most of them had come to work because I was there. At least that's what they said. There was one guy, an ex-Peace Corps volunteer, Dan Sprague. I think I mentioned him, the head of the Council of State Governments. Those were all kind of personal things to me. A guy named Bill Stitt, who had worked for Henry Kissinger. No, he'd worked in the Department of Defense and got tired of the

Vietnam War, and he came over and was wonderful. So I felt an obligation to these people. And a lot of them, most of the ones that I hired left after I left, over a period of time. And one of them, Sue Woolsey, was twenty-seven years old and she had gotten a PhD in psychology. I had no idea. She came to interview for a job because she knew Sheana's sister from Stanford. And I sent her down to talk to Darman and Krughoff and Sprague and have lunch with them. And they came back and they said, "Hire her." I said, "To do what?" The said, "We'll figure it out [they laugh] later. She's terrific." Well, she ended up the top woman in OMB, in the Ford administration, I guess, or early Bush, and her husband ended up as the head of the CIA, Jim Woolsey. Not my favorite character in the world, but anyway. And I went to see her [at OMB]. It had to be Bush administration. I went to see her and she's in a big office at OMB, the top woman in OMB. And I remember walking in and she says, "Well, Lew, the tables are turned, [laughs] aren't they?" And I said, "Yeah. I'm Mr. Nobody now." Anyway, it was people like that, and I was very fond of them.

Lage: Yeah. So you had a lot of positive parts of this, even though you left in great disgust.

19-00:34:31

Butler: Well, I felt very good about what we tried to do. I felt very good about the people that we worked with. I even felt good about our failures, the welfare reform. But I just didn't want anymore of Richard Nixon .

Lage: You said you went to cabinet meetings and kind of sat along the wall. Did you see interactions that—

19-00:35:00

Butler: Well, here's an example. We're trying to figure out what to do about health. And somewhere along the line, I meet two young economists. One of them is at Harvard and he's thirty years old. His name is Martin Feldstein. And so Marty comes down and becomes my sort of informal economic advisor on health insurance. Well, now you see him every night on the television, talking about, is Obama doing the right thing? He's head of the National Bureau of Economic Research. But at that time, he was a thirty-year-old— And I liked him very much and he liked me. So I would take him to the White House with me. And one time there was a cabinet meeting and we had Marty talking to the cabinet about what's going on in the health care system, because his specialty was health care at the time. And then there was another guy that was a well-known health economist. It wasn't anything anybody paid much attention to. Named Vic Fuchs. And Vic was then in New York; he later ended up as a famous economist here at Stanford. And Vic was the one that basically did all the early studies showing that medical care had almost no impact on health; that what impacted health was environment, genetics, behavior, nutrition, all of that stuff. And [he] did a famous study comparing Nevada and Utah, which were identical in health care and population and

climate and everything else. And Utah, because all the Mormons don't drink and so on, had a life expectancy way greater than average, and Nevada was at the bottom of the list for life expectancy. [laughs]

Lage: It's a good comparison.

19-00:37:01

Butler: Yeah. He wrote that book later on. But anyway, the two of them, I would take them to the White House and they were advising me on what to do. So that was one example.

Lage: When you say to the White House, would this be to cabinet meetings?

19-00:37:19

Butler: Well, they were White House— Some of the time, I remember— With Marty, it was a cabinet meeting, actually. With Vic Fuchs, we went there and he was talking to the Council of Economic Advisors and people like that. It was a dinner, and I invited him to be the speaker at dinner, to try to tell us all what was going on in the health care business and how we might have an impact on health. And it wasn't probably going to be by medical care. So it was that kind of stuff. And then there was another guy, Roger Kennedy, who— John Brandl, who had been working with me, went back to Minnesota to become a Democrat politician and a great hero and head of the Hubert Humphrey School at the University of Minnesota. And he said, "I've got a friend, Roger Kennedy." And he came down and we tried to set up a secondary market for student loans. Because he had been the vice president of the University of Minnesota and they were making student loans; they wanted to be able to kind of pass them off to somebody else to increase the financing. And there was a wonderful guy on the Council of Economic Advisors, Herb Stein, later a big editorial writer for the *Wall Street Journal*. And I really liked Herb Stein. And so I took Roger Kennedy to the White House and we came up with a plan to create a secondary market.

Lage: So things got done.

19-00:38:57

Butler: Well, the secondary market never got done. It got killed somewhere in the Congress, I think. But Roger went on to become the vice president of the Ford Foundation, and then vice president of the Smithsonian, and then head of the National Park Service, under Clinton.

Lage: Oh, wow.

19-00:39:21

Butler: But anyway, it was that kind of stuff.

Lage: Now, when you say that kind of stuff, you mean this is what made you like government?

19-00:39:26

Butler: Well, just wonderful people that were willing to help you. And Herb Stein was a wonderful guy. He's a conservative economist and an absolutely fine human being. And even the people that were not as, quote, "liberal"—I didn't think of myself as a liberal, but that were labeled conservative—so many of them were *very* good. Malek was just— he labeled himself a conservative as a way to get ahead. He didn't give a damn, had no principles about *anything*. But then there were these real conservatives, like Herb Stein, who were absolutely wonderful people to be with. Great sense of humor, great writer. So it was a pleasure to work with them.

Lage: You said when we started out here that the third thing that you were reflecting on was learning about how government worked. Have we talked about that in the course of this?

19-00:40:23

Butler: Well, that's basically the civil service.

Lage: I see.

19-00:40:26

Butler: Yeah. And later, when they started the Institute of Medicine in the National Academy of Science, they swore us all in to be members of the Institute of Medicine, just because we'd worked on stuff.

Lage: And when was that? Much later?

19-00:40:45

Butler: Well, this was when I was at UCSF.

Lage: I see, I see.

19-00:40:49

Butler: They swore Phil Lee and me in. They were starting up this Institute of Medicine as part of the National Academy. They needed some Republicans, and so I qualified for that. And I actually chaired a panel for them, on getting more information out. Because I was discovering that, people were telling me, if you have to have a heart operation, anybody in your family, don't send them to this hospital, send them to that hospital. Because the death rate at this hospital, which unfortunately, was one I knew very well, [chuckles] was— So I was head of a panel to try to get all of that information out to the public, and no hospital wanted it out. The information was available under the Professional Standards Review Organization, PSRO, but they didn't want it publicized. So we made a bit pitch and a big study, and—

Lage: Was this at Institute of Health?

19-00:41:54

Butler: For the Institute of Medicine, years later, a report saying all this information ought to come out. And it's finally starting to come out, years, decades later, so a consumer can actually— so there's a *Consumer Reports*. Because they kept saying, the profile of the patients going into hospitals is so different you can't adjust for that. You just can't look to see how many patients die; they may have been more ill—all of that. And all of those things could be adjusted for.

Lage: Right, if you do it correctly.

19-00:42:23

Butler: Hospitals didn't want it known. And now, of course, you ended up with a place like Redding recently, where they had a horrible record and were doing unnecessary heart operations. It was criminal stuff. Anyway, it was a great education because I got to be a big fan of government.

Lage: Yeah. That's interesting. And was that new to you? Was that something you could say you were shaped by?

19-00:42:56

Butler: I was always interested in politics, that part of it. And I didn't think of the Peace Corps as being government; that was kind of an exception. It just dropped out of heaven. But by this, I meant government like the people that have to run Social Security, the people that have to get the checks out everyday, the people that run EPA: How much difference it makes that they're good, that they're supported by the politicians, instead of doing what they've been doing in the Bush administration, which is putting in people that run roughshod over the scientists and run roughshod over the civil servants.

Lage: So did your view of the role of government shift? Or you just hadn't thought that much about the role of government before?

19-00:43:46

Butler: I just never thought that— I'd had no exposure. I'd never been in government. And I realize, for example, that I would've been no good running Social Security. It's a management job. I would've been no good running Medicare, part of Social Security. So I became a big fan of government management.

Lage: Interesting. Yeah. Okay, now we haven't talked about— I want to kind of move us along.

19-00:44:24

Butler: Yeah. What time is it? Can you stop a second?

Lage: Sure. [recording stops and restarts] We're back on, and we're going to talk about how you got out of the Nixon administration.

19-00:44:34

Butler:

Well, I got out of there by quitting. But it was obvious, Nixon was going to run for reelection. It was clear—and I think this is true with almost any reelection campaign; every president pretends like they don't do this, but they crank up things that will make them look good in the last year and a half, so they'll get reelected. And that was certainly going to be true of Nixon. There were going to be things that we were going to be told to spend money on that were, at best, a waste of money, and maybe some of it just flat out wrong. And I just didn't want to be part of any of that. And I'd already seen what the \$500 million for schools in the South—

Lage:

Which sounded like a good idea—

19-00:45:35

Butler:

Which sounded like a great—I'd already seen how that could be diverted. And also the kids were going into schools. I'd pulled them out of school at the worst possible age, as young teenagers. And our son had been in four schools the first year he was in Washington, because he— Here, there. And he'd settled down. But it was time to go.

Lage:

And you were mad about Vietnam, it seems.

19-00:46:11

Butler:

Well, I was *really* mad about Vietnam. But I suppose regardless of any of the rest of this stuff, it was also clear that McCloskey was going to run against Nixon for president, on the Vietnam War, and I wasn't going to be in the Nixon administration when that happened.

Lage:

Because you were still very close to McCloskey.

19-00:46:34

Butler:

Well, we were extremely close.

Lage:

Did you talk about his running and his decision?

19-00:46:38

Butler:

Yeah, we talked about it all the time. And when he announced this, we were driving in on the GW Parkway, I think, to go to work. And this was about May of 1971, and he was already cranking up his campaign. And he says, "Lew," he says, "If I'm elected president—" Can you imagine? He's not going to be elected. But in order to run, you've got to convince yourself that somehow, something wonderful's going to happen. He said, "If I'm ever elected president, you'll be the secretary of state." And I remember saying exactly this. "McCloskey, if you're elected president, I'll assassinate you." [Lage laughs] I said, "You're totally ill suited to that job. You're a great congressman."

But anyway. And the White House—meaning John Ehrlichman, in this case—was worried that I would quit and the next day, would announce that I was the

chairman of McCloskey's campaign and it would be— And I wasn't going to do that. These guys in the White House had knocked themselves out to help me with the presidential messages, with national health insurance, with all of that stuff, and I wasn't going to turn around and bite them on the nose. And my leaving Washington was not exactly some headline; I was just another assistant secretary that could go away and nobody would notice. And also Bob Finch, who I'd come there with, had left. I thought Elliot Richardson was one of the most capable people I'd ever run across, and I especially liked the people that he brought with him to the department. But the chemistry between Richardson and me was not perfect at the time. We just came from different places in the world. I've talked about that.

So anyway, it was time to go. And also everything that I'd come there to do, or at least had decided to do once I got there, had either failed or happened. The national health insurance plan was there. Somebody else was going to have to carry it through the Congress; that wasn't my job. That was going to be Jack Veneman. So on. So it was time to go home. They needed to know— So I think I made a mistake. I told Elliot in January that I'd be gone by June. January was when we got the national health insurance done.

Lage: Okay. And what year are we talking about?

19-00:49:25

Butler: 1971.

Lage: '71, okay.

19-00:49:28

Butler: And I told Jack Veneman. And by that time, this little campaign that I should run for mayor of San Francisco was cranking up and I'd come out here just— Then I just dumped that idea. And Sid Gardner, who was working with me, had come out to run the campaign, and then he stayed and— All that was going on.

Lage: To run the mayoral campaign?

19-00:49:57

Butler: Sid was going to come out and be my right-hand man. He'd been my first special assistant that I'd hired, from the Lindsay administration—again, another guy under thirty years old—and he'd gone on to run the model cities part of HEW. And then he was quitting that and he was going to come out here and we were going to have this campaign. Well, the campaign ended before it started. But he stayed out here to do consulting work on his own, and we actually started a little Gardner and Butler thing—which Butler never did anything, but it gave him the letterhead so he could go do his work. And then he ended up in Hartford, on the city council and all that. But anyway, so it was time to go. Sheana always felt I made a big mistake telling people too early, because as soon as they know you're going, you're nobody. But I did that.

And I looked around for someone that would be a successor to me and hired a really first-rate—I didn't hire, Richardson hired him—but persuaded a really first-rate guy, who had worked for Henry Kissinger when Kissinger was in the White House, and who couldn't stand Kissinger. Kissinger, who was tapping his employees' telephones.

Lage: And he was aware of that?

19-00:51:26

Butler: Oh, that came out in big hearings before the Congress, yeah. I don't think he knew about it at the time, but Kissinger's just a— Of all the people in the Nixon administration, the one I found I could tolerate the least was Kissinger. Fortunately, I had nothing to do with him. Although—

Lage: But how did you— Well, go ahead.

19-00:51:44

Butler: Well, because I was watching what he was doing. Cambodia, all this stuff. Telling lies. He eventually dumped the secretary of state and got the job for himself. And then I had one experience, personal experience with him—not face-to-face. He called up Richardson and said, "Some guy that works for you is stealing my employees." Well, that was this guy who was going to succeed me.

Lage: Your successor.

19-00:52:15

Butler: Well, he couldn't stand Kissinger, so Kissinger blames me for stealing— Anyway.

Lage: So who was it who succeeded you? Are you trying to think of the name?

19-00:52:24

Butler: Stop a second. [Lage laughs; recording may stop and restart] No, the Kissinger stealing thing was not the guy that succeeded me. That was over Bill Stitt, who worked there, who had been in the Defense Department. But no, it was— The guy that succeeded me, whose name I'm now struggling with, Larry—

Lage: Larry someone. We'll put it in later.

19-00:52:49

Butler: I keep thinking, but it's not Larry Livingston, but anyway, something like that. He had been in the Defense Department as one of the brain trust of the Defense Department, under McNamara; had left that because of the Vietnam War; had gone to Stanford business school. And then we recruited him back after a year at Stanford business school, to come back to take my job. It happened in that same time, though I didn't know him then, that Alan Enthoven, who had been the first head of McNamara's brain trust, the first,

really, Office of Planning and Evaluation, which started this stream of offices like the one I inherited. Alan ended up as a great friend. And he was at Stanford business school, and turned himself into a health economist, a famous health economist. And he and I and Paul Ellwood, after I got back here, worked on HMOs together. But anyway, I'm leaving Washington. And I was pretty grumpy that last six months, about what was going on. I think I was acting like a baby and sort of half sulking. I don't know. But anyway, I stayed.

When the time came to leave, I just basically wrote a routine letter of resignation that said nothing about Vietnam or any of that, and just said I'm resigning. Short as I could make it. The White House approved it and that was that. Richardson approved it and so on. But then about a week before I was to physically get out of the place, the end of June, and the furniture was being packed up, the moving vans were coming, we were leaving to go to California, I guess Jack Veneman called me or came in, or Elliot did or something. And they said, "We're going out to lunch." Oh, no. My secretary, Rita Dolan, said, "The secretary and undersecretary are coming down and going out to lunch." And I resisted. I said, "Lookit, I'm busy. Are you sure?" And she says, "Well, they've been planning this for a month. And I was sworn, so I couldn't tell you, but I had to make sure you didn't have anything else to do. And you've got to go to lunch with them because they're having a party for you."

Lage: Oh, so she gave it away.

19-00:55:41

Butler: Well, she gave it away fifteen minutes before they arrived. By this time, I was trapped. And we get in Richardson's limo, as a cabinet officer, Jack and myself and Elliot. And we go to the docks down on the Potomac, and we get on the presidential yacht. Because John Ehrlichman has arranged a luncheon for twenty people for me, on the presidential yacht. And at this point, I'm totally flummoxed because half of me wants to believe that it's a genuine gesture and the other half of me knows that in fact, it's a designed scheme to make sure that I don't go out and say bad things about Nixon and don't chair McCloskey's campaign, and that I'll feel badly if I do that.

Lage: You knew what these things are about, having done them yourself. [laughs]

19-00:56:44

Butler: Well [laughs], I hadn't thought about that. I figured they're doing to me what we did to Malek.

Lage: Right. [laughs]

19-00:56:54

Butler: The other part was that there are people there that I genuinely liked and who genuinely liked me.

Lage: Did they invite the young folks, these young staff members?

19-00:57:05

Butler: It was mostly the key people, not people that worked for me, but key people, other people in HEW and about, I don't know, half a dozen people from the White House, Ehrlichman being the master of ceremonies. And he gets up and makes a toast. I remember this because it was so clever it made me even—I'm trying to act like I appreciate this thing, and I've got all these conflicting things going on, and I can't jump off the boat. And Ehrlichman said, "Well, we're here to celebrate because whenever we had a really tough problem and a mystery how to figure it out in the White House, the answer was, the butler did it." [they laugh] And then he goes on with this flattering crap. I still have very mixed emotions about that. I wish it had never happened. Since it happened, I've got the mixed emotions that half of me wants to believe that they were sincere, the other half of me knows it was a con job. So I don't know where I come out. And it was both, I guess.

Lage: Right. And did it affect what you did afterwards or what you said?

19-00:58:32

Butler: Well, it affected it in the sense that I—I don't think it affected it, but I—I was not the chairman of McCloskey's campaign. It was starting up that summer. I came home and I sort of stayed away from that. And Al Schreck and all the other people that had worked with Pete before were involved. And then I got increasingly involved, but I never had an official title in the campaign. But we had a guy running the campaign that had been Pete's administrative assistant. And he was the wrong guy to run the campaign. And he was a good friend of mine, and we had to ease him out of there.

Lage: So you did have a role.

19-00:59:19

Butler: Yeah, I had a role and I talked to McCloskey a lot. I did a lot. But I was then pretending to be a law professor. But the big deal was that when the first primary came along, in New Hampshire in February, then I went back there to campaign with Pete that week and stayed in a motel in Concord and met all these wonderful people from New Hampshire that later were friends. There's this whole bunch of Republicans from New Hampshire that were against the war, including a guy that later was the chairman of the Republican party there, a guy named Bob Reno. Anyway, wonderful, wonderful, typical New Englanders. Integrity right from the top, head to toes. And so we campaigned. And the big deal at that time was Shirley MacLaine was campaigning for McGovern, I guess, who was trying to get the Democratic nomination. But we had the answer to Shirley MacLaine. Because people could vote in either the Republican or the Democrat primary, so we were trying to keep the people voting in the Republican primary that were against the war, and they'd vote for Pete. But we had Paul Newman.

Lage: Ah.

19-00:60:50

Butler: And the big deal was that McCloskey was the only congressman who had guts enough to march from Arlington Cemetery, with the Vietnam vets, to the Capitol, when they—and by the way, John Kerry was then the leader of the Vietnam Vets Against the War—to the Capitol, against the war. And Paul Newman had heard about that. He never campaigned before or after, for a Republican, in his life. But apparently, driving back home from New York to Connecticut, where he lived, he'd heard on the radio about this guy McCloskey. And he called up McCloskey and said, "Can I help you?" And of course, Pete said, "Wonderful." So I arrive with all these friends from San Francisco that were all walking precincts and doing whatever. It's snowing. And Paul Newman shows up. And at that point, McCloskey—

Lage: Hold on. I'm sorry. I thought we were going to finish, but—

[End of Interview]

Interview #8: February 18, 2009

Begin Audiofile 20 02-18-2009.mp3

Lage: Today is February 18, 2009. This is the eighth session with Lew Butler, and we're on tape twenty. [they laugh] That's good; you have a lot to tell. Last time, we sort of had to stop, for time reasons, right in the middle of a good story about campaigning for Pete McCloskey in New Hampshire. And you'd just said it was snowing and Paul Newman shows up. [laughs] And that's where we stopped. So shall we start up?

20-00:00:36

Butler: Well, to give a little background, McCloskey had decided by January of 1971, that he would run against Nixon in the Republican primaries, knowing that that was sort of a suicide mission, but that he'd made the point that the Vietnam War was illegal. And he also, at that point, started calling for the impeachment of Nixon. Made a speech at Stanford in March, I think it was, of that year.

Lage: On the grounds of the war.

20-00:01:13

Butler: On the grounds of the war. Watergate had not occurred. But he thought that the war was illegal and that Nixon should be impeached for running an illegal war. It was sort of a lawyer's point and involved the Gulf of Tonkin Resolution and the question of whether the Senate has to declare war. Later on, it turned out he was right about the Gulf of Tonkin Resolution, that first off, the incident that led to it, in the Gulf of Tonkin, was a manufactured incident. It never really occurred and US ships were not attacked, it was later developed. And I don't know much about that.

Lage: Of course, that was a Johnson initiative.

20-00:01:56

Butler: That was Lyndon Johnson, of course. And eventually, the Gulf of Tonkin Resolution was repealed. I forget how. I know nothing about this; it's all secondhand. Anyway, so McCloskey's running against Nixon, saying he's going to, and he's organizing a campaign and raising money. In the meantime, I'm in the government. And that was where we got to the point where, when I resigned, they were worried that I was going to surface the next day as his campaign manager.

Lage: Right. Which you didn't.

20-00:02:28

Butler: But I didn't. I just came home and stayed out of sight. But by that fall—I was never his campaign manager, but I was meeting with all of the old friends that had—we'd put together his original campaign, to get it going. And the end

result was that the first primary was in February in New Hampshire. And so we all went up there to campaign for him. And that's where the Paul Newman thing came in because Newman had heard on the radio that McCloskey was the only congressman with enough guts to march with the Vietnam Vets against the War, including John Kerry, a young man at the time. So anyway, Newman said he wanted to help. And of course, I had never met Newman. I knew nothing about this. But when I got to New Hampshire, Newman was there, or arrived the next day or two.

It turned out that Pete had to go back to Washington for a key vote in the Congress. And he was supposed to show up with Newman for a speech in the Opera House, basically the city hall of Lebanon, New Hampshire. So it was decided that I would substitute for McCloskey. I remember at that point, I hadn't met Newman. We met in the police station, which was basically the city hall for the town; Lebanon is not the biggest town. It's just snowing so hard you can't believe it. It was very hard to even get there. The plows were working. And I'm thinking, nobody is going to show up, we're doing this thing— And of course, it was nice for me; I got to meet with Newman because everybody said this was the world's nicest guy, which he, of course, turns out to be. And one of the world's most modest people, too. But anyway, he's very gracious and we get together. And we go to get onstage, coming from behind the scenes. And I'm thinking, of course, there's not going to be anybody there. So he says, "You go first," because he's such a gracious person.

So I go out on the stage and of course, the place is packed. And it's packed with *women*. [they laugh] And packed with young women. There're people standing, there're people— I don't know how many people are there but it must've been five or six hundred, or I don't know what. And I've since told people—I walk out on the stage, here comes this six-foot-four-inch, bald guy with no blue eyes. [Lage laughs] And you could almost hear a groan from the audience like, we've weathered this snowstorm and we've got this geek showing up. And ten seconds later, Newman comes onstage and of course, they go nuts. So we had a kind of a little two-person panel, and there was a moderator that asked questions. And he's so gracious he'd turn and say, "Well, that's something I don't know a lot about, Lew. You've been in the government," and so on. It was just wonderful. And the man is unbelievably charming. And his modesty makes him just doubly so. So that was it. And then we campaigned. I was kind of driving McCloskey around the last few days, trying to keep him sort of calmed down.

Lage: Now, when you say trying to keep him calmed down, what were you trying to avoid?

20-00:06:32

Butler: Well, it's sort of like every candidate gets wound up and needs a friend just to say, hey, you're doing fine or, don't worry about. And specifically, just to

drive the car. And it's much better if it's someone that they've known a very long time because it keeps them sort of settled. And if something goes wrong you can say, "Oh, hell, it doesn't matter." And if something goes right you can say, "You know, you were really good." So that was my function. And the night before the election— Meantime, Shirley MacLaine is campaigning for McGovern, I guess, so we have competing movie stars.

Lage: [laughs] Right. And I think you mentioned last time you were trying to keep the Republicans voting in the Republican primary.

20-00:07:21

Butler: Because people can just walk in and vote either in the Republican primary or the Democratic primary. We wanted as many people voting in the Republican primary as possible. In fact, Shirley MacLaine sucked a whole bunch of them. Because most people that were against the war were going to vote Democratic, so they voted in the Democratic primary. So we had a tough time keeping people in the Republican fold. But anyway, we were doing what we were doing. But the thing I remember most is that— And McCloskey had been terrible on women's issues.

Lage: Oh, really?

20-00:08:03

Butler: Yeah. Two years before, he'd been one fifteen congressmen to vote against the Equal Rights Amendment, and just got beat up on by a whole bunch of people. I was a minor factor, but his brother-in-law wrote him the most beautiful letter I've ever seen, and it completely switched Pete around. So by the time it was the night before the election, he was speaking to college students at the University of New Hampshire and saying that women needed more opportunities and we needed contraception made available and all kinds of stuff. He did a complete 180 degree flip.

Lage: And it wasn't just a flip for political reason?

20-00:08:44

Butler: No, he's still there. And he worked on family planning after that. I still tell him that basically, his views come from the nineteenth century, both the good ones and the bad ones. [Lage laughs] But anyway, Newman introduced him. And Newman described why he was there. He says, "I've never campaigned for a Republican in a my life; I'll never campaign for another one, probably. But I was listening to the radio, and here was a guy with enough guts—" And to have Paul Newman introduce you to a bunch of students, you couldn't do better. And I was standing there on the side, and Newman left and I said, "Thanks. Goodbye." And this is the part that's always stuck with me. It was snowing and he had an airplane there, and he had to get out while the airfield was still open. So he left. But about five minutes later, he came back. And I thought he'd forgotten something. So he walked up and said, "I forgot to say something." I said, "Well?" And he said, "I just wanted to thank you and Pete

for letting me campaign with you.” Well, by this time [laughs] I’m thinking, how nice a guy can this man be?

So that was it. We came back, drove in the snow back to Concord, New Hampshire. And next day is the election. We all went out to get out the vote, the usual stuff. And then we get to election night. And it was my first experience, really, with the goofiness of all election nights. Because the whole national press is there. And we’re in a motel and we’ve all got rooms in the motel. And so the time comes, the returns come in. McCloskey gets 20 percent of the vote. Nixon gets 80 percent. And we have a discussion. And I said, “Pete, you’ve made your point. Now you’ve got to save your congressional seat. You’ve got every right-wing Republican in your district mad at you for doing this. You’ve got to go home and campaign. And that’s got to be the end of this presidential campaign.” So he agrees that’s right.

So then we march down the hall of the— [laughs] You ever saw Robert Redford in the movie *The Candidate*? That’s what it’s like. You’re marching down the hall and all of the TV guys and cameramen are backing up in front of you. And there’s smoke and noise and all of that. And the great man comes out and he gets up on the stage. After he thanked everybody, it wasn’t another minute or two when he says, “On to Rhode Island” or Oregon or something. [they laugh] “This campaign has only just begun.” So he comes off the stage and we go back to my room with a bunch of other friends. And I said, “What the hell was that?” He said, “Well, what do you mean?” I said, “Well, you just said you were going to march on.” He said, “Did I say that?” [they laugh] So there was nothing to do to repair that that night.

But anyway, this is really irrelevant, but I was sharing a motel room with some very good friends and a guy, his wife, who had actually been the campaign manager initially. And we ended up, at about two in the morning, watching Bob Hope and Bing Crosby, *On the Road to Morocco*. [they laugh] That was about as silly as this campaign was. Because I remember this great line in the movie when Crosby says, “There’s the enemy.” They’re down in some little encampment. And he says, “Here’s our chance.” [phone rings, recording stops and restarts].

20-00:13:10

The reason I mentioned this stupid movie is that it was exactly like the campaign, because Crosby says, “There’s the enemy. Let’s storm their camp.” And Hope says, “You storm, I’ll stay here and drizzle.” [they laugh] Well, how goofy can you be? Well, that was what the campaign was like. McCloskey was out there ready to storm and the rest of us were in the drizzle mode. But that, in fact, was the end of his presidential campaign.

Lage:

He didn’t go on to Rhode Island, then.

20-00:13:38

Butler: No, but he had supporters in Oregon and other places. And so he did come back, had a tremendous fight to hold his seat in the Congress because so many Republicans were angry at him, and they were going to take vengeance on him in the Republican primary, and ran somebody against him that was a right-wing Republican.

Lage: And threw a lot of money into the campaign?

20-00:14:01

Butler: Oh, yeah. And a lot of support from the party and all that. But Pete survived, the same way he'd always survived, because he'd register Stanford students as Republican, and all that kind of stuff.

Lage: Did you get involved in that campaign?

20-00:14:15

Butler: Yes, because by that time, McCloskey was a basket case. His wife was divorcing him, and he was just in terrible shape. So another good friend from law school and I took turns kind of babysitting him. We literally would sleep with him.

Lage: Goodness!

20-00:14:52

Butler: In a guest bedroom of his campaign manager, Al Schreck. Had twin beds. We just kind of wanted to keep a watch on him because he was really in terrible shape.

Lage: How was he able to campaign in that—

20-00:14:57

Butler: Well, that was an interesting thing to think about. I remember, to answer that question, very well this incident. It was a Sunday morning. I had spent the night with him, and we got breakfast or got something to eat. But anyway, he had to go down to a breakfast meeting of very conservative Republican women in Palo Alto. And he was just ashen. And we get to the meeting and we're in the wings of this place where he's going to walk out to a podium and speak to these women that are there, maybe a couple hundred women. And I'm wondering, how in the heck is he going to do this? And he walks out and everything changes. His face looks terrific, his walk. It's just like some kind of trained animal; they blow the whistle and suddenly the animal appears out of nowhere. Makes this brilliant speech. Most of the people there are against what he's been talking about, but he's telling them about the war being illegal, that it's not good for the United States, it's not good for Vietnam and blah-blah-blah. By the end of the thing, he gets a standing ovation. The guy is unbelievably good on the stump. Gets a standing ovation. Walks off the stage where I'm standing—I'm in the wings this whole time—and reverts back to the previous condition. Kind of pale face, droopy—

Lage: Was he depressed? Is that—

20-00:16:44

Butler: Yes, he was totally depressed. We were worried he was almost suicidal. Because he's a guy of enormous emotional swings, anyway. Was. Well, he survived. But it was a real lesson about politicians. You sound the trumpet and they come on.

Lage: Sort of like an actor, in some respects.

20-00:17:09

Butler: Yeah. Like actors. They *are* actors. Like Roosevelt said, "I'm the greatest actor in America." And so then somebody said about Ronald Reagan, "Well, if you've got a politician who becomes an actor, what's wrong with an actor becoming a politician?" But anyway, so he wins his seat and he goes back and that's the end of McCloskey for president. Except that when they actually have the vote count in the Republican convention, there's one woman from Oregon, who Pete still has seen in the last year or two, one woman delegate from Oregon, and when they take the count, the count is 1325 or whatever it is for Richard Nixon, Paul N. McCloskey, one. And that's the last scene in the Redford movie, the movie about Watergate. What was it called? *All the President's Men*?

Lage: Right.

20-00:18:11

Butler: That's the last scene, in which he and Dustin Hoffman are typing away, bringing down a president, and they're watching the television screen and the screen says, 1300 for Nixon, one for McCloskey. So that little part of the movie always made us feel good. So that was the end of McCloskey's presidential campaign. And years later—let's see, that was 1972—ten years later, he ran for the Senate and had to quit, of course. If you're a congressman, you have to quit your congressional seat to run for the Senate. And ran against Pete Wilson, to replace the then empty seat that had been held by—what was the senator that—Hayakawa, that kept falling asleep. [Lage laughs] Well, McCloskey carried northern California, but Wilson basically just campaigned in southern California and with enough votes, he won the Republican primary. And then of course, he became senator. Because whoever was going to win the Republican primary was going to win the race, because Jerry Brown was the Democrat candidate and he was just, at that point, Governor Moonbeam and wasn't going to get elected to anything. So that's the end of McCloskey's political career.

Lage: Right. Except he ran again later.

20-00:19:42

Butler: Until we organized the Revolt of the Elders to try to knock off—

Lage: [Richard] Pombo

20-00:19:50

Butler: Pombo and Doolittle and other flunkies of Tom DeLay.

Lage: Do you want to tell about that? Or should we move on to our 1970s?

20-00:19:59

Butler: Well, while we're there, yeah. This was 2005. None of this would've happened without McCloskey, but he always needs a pal. And it goes all the way back to the days when we had the law firm of Butler and McCloskey. So he calls up and he's just irate about Tom DeLay and the Republicans in the House of Representatives. And particularly about the ethics committee, because there've been three ethics violations charged against DeLay and DeLay is, for all practical purposes, the Speaker of the House, number three in— He's not number three in line to be president of the United States because he's only the majority leader in the house, because they propped up another guy. But DeLay is the powerhouse. He raises all the money and he does all this stuff. But he's, at the time, in terrible trouble, and there'd been these three ethics violations charged against him. The answer to that was that they basically emasculated the ethics committee so it couldn't function.

So Pete is all riled up about that, so he comes to me and says, "This is horrible being a Republican with these terrible guys in the Congress. So why don't we do something?" And I said, "Like what?" He said, "Well, we'll go after DeLay." And I said, "Well, that's really easy. He's in Texas. How are we going to go after DeLay?" He says, "Well, I'll figure out—" Well, he then organizes nine other Republican ex-congressmen, pals of his from the good old days when there were moderate Republicans, and they write a letter to the Speaker of the House, complaining about the ethics committee, and they all sign the letter. Well, they never got a response to the letter, but the good news was that somebody leaked it to the *New York Times*, so the *New York Times* published it. And here are a bunch of moderate to conservative Republicans saying, we're embarrassed about the ethics of this administration.

Lage: Did they intend for it to become public? It would seem—

20-00:22:19

Butler: Well, they certainly were happy that it became— I forget. Somebody slipped it under somebody's door, I forget what. [Dennis] Hastert was the Speaker of the House. Pete didn't care if Hastert replied to the letter because it was going to be some phony reply, because Hastert was a complete puppet of DeLay's. So getting it in the *New York Times* was a victory. But at that point, Pete says, "Okay, now we go after DeLay and a whole bunch of other people. The good news is that the [Jack] Abramoff scandal, certainly the biggest bribery scandal in the last decades in Washington, is starting to surface, and that gives us something to talk about. Abramoff's giving all kinds of money to DeLay, and then DeLay's giving the money to his stooges in the Congress. And then

they've given money back to DeLay because by this time, DeLay's getting prosecuted in Texas for illegal stuff that he'd done when they gerrymandered Texas to give him five more Republican seats in Texas.

So all of that's starting to stir, and Pete says, "There're thirty or forty guys, Republicans in the Congress, that have taken this money, and let's go get them." And I said, [laughs] "I don't know how to get *one* congressman, much less thirty or forty. Why don't we just focus on DeLay's stooges in California?" And the two primary ones were [Richard] Pombo, who is in basically the San Joaquin Valley, from Tracy, San Joaquin County and all that, and who DeLay has picked up and moved over all kinds of senior people and put him in charge of the resources committee. And at that point, Pombo is trying to repeal all of the environmental laws that McCloskey had fought for. Because Pete had been co-chairman of Earth Day, the first Earth Day, way back when they needed a token Republican to do that, to go along with the Democrat senator that had launched the thing. And they'd been successful. That was the Clean Air Act and especially the Endangered Species Act, and Pombo wanted to repeal them all. And then Doolittle was even worse. He was running another committee. But he seemed to be a bigger— well, I don't want to call Pombo a crook. Doolittle really was a crook.

Lage: Ended up in jail, didn't he?

20-00:25:15

Butler: No, Doolittle's not in jail yet, but he's about to get prosecuted, probably. The FBI raided his office a year or two ago to gather up a lot of documents. But his wife had worked for Abramoff. And his wife also had a job as the fundraiser for her husband. And her pay for that job was to be 15 percent of all the money that she raised. So that whether she raised the money or not, anybody that gave \$10,000 to Doolittle—only it was hundreds of thousands—\$1500 of the \$10,000 went to Doolittle's wife, which of course went into their joint bank account.

Lage: Incredible.

20-00:25:59

Butler: Not to mention she was also on salary with Abramoff. So that'll probably— And that finally meant that the Republicans had to take away Doolittle's committee assignment. And Doolittle, who had an absolutely perfect district, running from Roseville to Alturas, had to quit the Congress in this last election. But anyway, so the targets then were Doolittle and Pombo. So I said, "I'll take Pombo, you take Doolittle." And our job was to find somebody to run against these people in the primary. So we found a nice guy that was the mayor of Auburn, to run in the Republican primary against Doolittle. But a terrific person, former Republican war hero Charlie Brown was going to run as a Democrat. So Pete's first [chuckles] effort was wonderful. He made a contract for 10- or 15,000 bucks. We got money from some people that really

didn't like— It was not typical Republican money, put it that way. It was Democrats that wanted to see the Republicans have trouble. But we weren't too proud; we'd take the money from anybody. So we had enough money to get a sign on an electronic billboard in Roseville, which is the heart of Doolittle's district, where he was living, I think. Or maybe he's from Auburn; I forget. But anyway, for eight seconds every minute, this sign would flash, "Ask Congressman Doolittle about why he's taking all this money from Abramoff, now under prosecution for bribery."

Lage: Great.

20-00:27:45

Butler: Well, Doolittle got so irate that he went after the city council in Roseville and they passed an ordinance or a rule or did something that the sign couldn't be used for political purposes. So there went the first effort. But clearly, Pete was getting excited, he was drawing some blood from Doolittle. Meantime, I'm wandering around not doing much, trying to think, how do we find a candidate to run against Pombo? So Pete and I go down to Tracy and we look around. And finally, through a friend in Sacramento, we hear of a terrific lawyer in Tracy named Mark Connolly. And he beat Pombo on a slow-growth measure in Tracy. So he's going to be perfect. And we've been talking to the *Tracy Press* and they actually recommended this guy, even though the *Tracy Press* was backing Pombo. So we tried to get Mark to run. And his wife is a fabulous woman, who's the sister of John Garamendi, now the lieutenant governor and about to run for governor. But he can't run. He's got a law practice, they're trying to repeal his slow growth measure. And we're twisting his arm but it's not working. And finally one day, McCloskey says, "Oh, the hell with it. *I'll* run against the son of a bitch."

Lage: [chuckles] Back into the fray.

20-00:29:19

Butler: I said, "Are you *serious*?" And he said, "Yeah." So then the question is— It's about Christmastime of 2005. So finally Pete and I go down to meet with this wonderful woman, congresswoman from his old district, Anna Eshoo, who, if there's a finer person around— And she's Nancy Pelosi's, one of her closest pals. She was just everything you would want in a public figure, and she really liked Pete. So we had breakfast with Ann Eshoo, and I asked her—because I'd met her but I didn't know her. I said, "Does this make any sense? Pete's talking about running against Pombo." And she says, "Pete, go get him." She said, "I ride on the airplane with Pombo back to Congress every year." She said, "All he does is read *Popular Mechanics* on the airplane, or some car magazine. He's just a terrible congressman, and he's causing all this trouble because he's the chairman of the committee. Go get him. He's an embarrassment to his district." That was the word. She said, "Nobody wants to be embarrassed by their congressman."

We had looked at the demographics of the district and in the last redistricting, to give the district enough voters, they'd had to include towns in the Bay Area, or greater Bay Area, like Morgan Hill and Danville and San Ramon and these kinds of places, which are not nearly as conservative as San Joaquin County, and not as farmer-oriented. And Pombo has had all of these conservative Portuguese farmers, of which he's a product of that really, really fine Portuguese tradition out there, like the Souzas and all these other people. So there was some hope to knock him off. And because he'd been taking the Abramoff money. So we start the campaign.

Lage: Well, doesn't Pete have to have residency?

20-00:31:37

Butler: No. That's what we find out. That's why the guy that now has Doolittle's seat is actually a resident of San Diego County or Orange County. You only have to live in the state of California.

Lage: Oh, I didn't realize that.

20-00:31:51

Butler: Pete's residency is in Yolo County, his official residency, because he lives in the Capay Valley. Or Colusa County, I forget where. But anyway, he goes and rents an apartment in Lodi, which is in the district, and we announce the campaign in downtown Lodi. Then the question is—there are twenty-two towns in this district. The district goes from the foothills of the Sierra, Escalon, all the way through, across Altamont Pass and down the ridges to Morgan Hill.

Lage: That's huge.

20-00:32:29

Butler: And the running joke is, to show how gerrymandered that district was, that if you ask someone in Morgan Hill, how do I get to Escalon, they wouldn't even know where it was, much less— or *what* it was. And then if you asked somebody in Escalon how to get to Morgan Hill, you'd get the same response. So now that redistricting, gerrymandering, is hopefully out, with Prop 11, that'll be fixed. But the question was, how did you campaign?" There're twenty-two towns in the district, including about half of Stockton. And Stockton, Pombo wanted the Republican conservative, more affluent part of Stockton, and that's carved out; and then the lower income Democrat part of Stockton is in somebody else's district. Complete ugliest looking animal you've ever seen, when you draw— But anyway, we had to campaign, so how are we going to do it? And there's a lot of discussion about what to do. Meantime, the most important thing is that we recruit his old campaign finance chairman, Al Schreck to raise money.

Lage: Al Schreck comes into this story throughout.

20-00:33:42

Butler:

Al Schreck has raised all the money for his presidential campaign, raised all the money for every congressional campaign he ever had; though he'd retired and was finished with McCloskey. They're still great friends. But Pete and I lean on Schreck and say, "This is— Come on." He's the greatest, he's the one that kept McCloskey in the Congress, because Pete never had to ask for money in his whole professional career. There's no such thing as a politician that doesn't ever ask for money.

Lage:

Because Al Schreck was doing it for him.

20-00:34:13

Butler:

Because Al Schreck does it all. So Schreck says, "Yeah, I'll raise the money." So then how to campaign?" We figured, well, we need a campaign bus. And how do we get that? We'll rent one. Well, finally I'm driving up to the Sacramento Valley, and I see a second-hand motor home for sale in Fairfield, Cordelia. And so I go in and I buy [they laugh] a motor home, a twenty-nine-foot American Flyer motor home. The last thing in the world—I'm almost scared to drive the thing. But anyway, I buy it and we bring it down here and we get it shrinkwrapped, which is wonderful. It's like a new skin on a vehicle. And it's got, "McCloskey, a real Republican, real Republican values," all this stuff. Red, white and blue, Marine Corps emblem on the back. And then I recruit a wonderful guy to drive the thing for him, who's an airline pilot who had wanted to run for the seat but clearly wasn't ready. So we've got an airline pilot driving the motor home. [Lage laughs] And when he's flying airplanes, I drive it, and we start campaigning all over the district. And it's a ball. Pete is going to every place he can go. The end result is we end up with a—we could hardly call it a victory party; it reminds me exactly of New Hampshire years before. In Pleasanton. And Pete gets a third of the Republican vote. And the joke was that if he won he was going to demand a recount.

Lage:

[laughs] Did you not expect him to win?

20-00:36:11

Butler:

Oh, I knew he couldn't win. I remember we had the reporter for the *Stockton Record* riding, reporters would ride with us on the bus. And this guy named Hank Shaw says to Pete—I'm driving, the two of them are sitting in the seats; it's a motor home—says, "Well, Pete, are you going to have a poll?" And so Pete says to me—he's yelling—"Lew, are we going to have a poll?" I said, "No." And Hank Shaw says something about— He thinks these two old guys, what are these two geezers doing? And he says, "Why not?" And I said, "Well, if we find out we're behind, it'll just be depressing and we won't work as hard. And if we find out we're ahead, we might not work as hard. So why don't we not change our conduct and just keep doing what we're doing? Besides save the 25,000 bucks." Well, meantime, Schreck is raising money. Schreck raises close to half a million dollars for a campaign that can not be won, basically from old friends of McCloskey's, plus some Democrats who

really want to help get rid of the— Meantime, the Democrats can't find the right person to run. And there's a nice guy who had run the last time, in a suicide mission, and got 20 percent of the vote—Jerry McNerney—and they don't want to back him, so they find an airline pilot and they run him. But McNerney is a hero to the environmentalists. He's a PhD in mathematics and a wind engineer on wind turbines. So he wins the Democratic primary.

Lage: And that was a surprise in itself.

20-00:38:12

Butler: That was a stunner to the Democrats. So then it's McNerney versus Pombo. So at that point, Pete and I have a 501(c)(4) thing called the Revolt of the Elders, that I'm the chairman of. So I can't participate in the McNerney campaign. But individuals can.

Lage: Now, why could you not?

20-00:38:39

Butler: Well, because I could claim that during the day I was Mr. 501(c)(4), and then as a citizen at night, I was helping McNerney. But that was going to get us too close to the law and both Pete and I were really uncomfortable. We're going after Abramoff and all for being crooks, and the last thing we need to be doing is violating campaign laws. And besides, who gives a damn whether *I'm* campaigning for McNerney; the real question is McCloskey. So he goes off the board of this 501(c)(4). He goes out as a citizen and campaigns. And we use the other thing, our 501(c)(4) vehicle, to raise some money, so that we can keep providing information to the press about corruption in government. We can't say, "Vote for McNerney," but we can say, "Here's what Abramoff's been doing; here's where the money's been going." And we're feeding stuff to Associated Press. And thanks to an incredible researcher named Bob Stack— He finds out all of this dirt, going all the way back to the Marianas Islands and the sweatshops that Pombo and Doolittle and DeLay have all been protecting so they can sell clothes saying "made in the USA." A *horrible* scandal, which is still unfolding. And even though it passed the senate 100 to nothing, they had blocked any legislation to make the Mariana Islands subject to the labor laws of the United States because these Chinese contractors were importing women practically in slavery, and prostitution, everything else, to work in these sweatshops to make clothes to sell with the "made in USA" label.

Lage: And was this uncovered as a result of your 501(c)—

20-00:40:31

Butler: That was being uncovered. And recently, thanks to George Miller, the congressman, a law was passed. Miller'd been fighting this thing the whole time, but he was in the minority; he was a Democrat. The Republicans controlled the committees. Pombo wouldn't even let this thing come to a hearing, much less a vote. So anyway, that was a huge scandal and we were

doing the research on it and feeding it to Associated Press and so on. So the end result is McNerney wins the election.

Lage: Which is a tremendous upset.

20-00:41:09

Butler: Huge upset. Environmentalists come out of the woodwork to campaign for him, from all over the Bay Area, and Defenders of Wildlife put money— It's just this huge thing. The Democrats campaign finance committee has McNerney rated—they've got A, B, C and D—he's D on their list. No chance. And the guy who's now special advisor to the president is running the campaign congressional committee, and he thinks, McNerney, this is hopeless. McNerney got 20 percent of the vote last time. But with all of this effort and all of these environmentalists and the Sierra Club— And Pete and I had been talking to Carl Pope, who runs the Sierra Club, who's a friend from twenty-five years back. So everything is kind of pouring into this district. And McNerney kills the guy. Basically, then the Sierra Club honors Pete with their citizen of the year because they said without him, they never would've gotten Pombo. Because what happened is that a lot of Republicans never voted, didn't show up for the general election, and maybe a third of the ones that did show up voted for McNerney. They didn't vote *for* McNerney; the whole idea was to make it yes or no on Pombo. They voted no on Pombo, and that elected McNerney.

Lage: So it really had quite an impact, your effort and Pete's effort.

20-00:42:53

Butler: Well, you never know. But that was it.

Lage: And that was the Revolt of the Elders, which was the name of your group.

20-00:43:02

Butler: That was the Revolt of the Elders, yes. And after that, Pete said, "Well, now we've got to keep going and go after this." And the Democrats are in charge— By this time, he doesn't tell me he registers as a Democrat. And I tell him, "God, the least you could've done was told me before you did it. I had to find out from somebody else. Then he goes back to the Congress and meets with Nancy Pelosi and she hugs him and says, "Oh, thank you for all that you've done," and on and on and on.

Lage: Well, how did you feel about that? You're such an uncharacteristic Republican. And would you have feelings about—

20-00:43:41

Butler: I thought we had a great— If we'd just been Democrats, we never would've knocked off Pombo. And the whole way to get Pombo was to get him in his own primary and to siphon off the Republicans.

Lage: So there's a role for moderate Republicans.

20-00:43:55

Butler: [over Lage] So as a matter of tactics, I thought that was exactly right. And since we weren't ever going to campaign again, it didn't matter whether Pete became a Democrat. After watching the Republican convention, I was so furious that I was going to go down—I was never going to register as a Democrat because I think both parties are kind of bankrupt now. I was going to register decline to state, which is what Schreck did.

Lage: And he had been a Republican all these years?

20-00:44:28

Butler: Oh, yeah, all his life. Just like me. But I still haven't gotten around to changing the registration. I think the country needs two political parties and the Republicans are hopeless. And the latest, what they're doing in the Senate, in the Congress, just proves it. If it weren't for two wonderful women from Maine, we wouldn't have a stimulus bill.

Lage: And then in Sacramento, as well.

20-00:44:52

Butler: And so then I dissolved the Revolt of the Elders, before McCloskey came up with some other idea. [Lage laughs] So that's the end of the political story.

Lage: Are there other elders that should be mentioned here, that were involved? Were those congressmen, former congressmen, involved in it?

20-00:45:14

Butler: Well, yeah, friends of Pete's that were very helpful, like Jerry Waldie. But Jerry's a Democrat.

Lage: Yeah, I thought so.

20-00:45:22

Butler: And there were various Democrats, a lot of them, that were involved and probably don't want to be named. [they laugh]

Lage: So it was not just totally Republican.

20-00:45:33

Butler: I would guess that more than half the money we got came from Democrats. And of course, a lot of McCloskey's former Republican constituents down in Palo Alto and around there have become Democrats because they're so disgusted with the Southern strategy and the right-wing kind of fundamentalist religious bent of the Republican party. So huge numbers of Pete's former supporters are now Democrats.

Lage: Supporting Anna Eshoo.

20-00:46:00

Butler: So they chipped in. But in this living room, after that, we gave Al Schreck, had made for him, a little silver tray. And it says, ARS, his initials, Pompo killer, [Lage laughs] 2006. Because without Schreck, there was nothing. Nobody raises half a million dollars for a campaign that can not be won. Nobody does that. But he did it.

Lage: Right. Oh, that's a great story. I'm glad we—

20-00:46:35

Butler: So the only other—

Lage: And you said Paul Newman came back into the—

20-00:46:39

Butler: Well, yeah, but that was two years before.

Lage: I see.

20-00:46:45

Butler: By this time— We have the Revolt of the Elders, let's see, it's two-thousand— No, it's before the Revolt of the Elders. It's 2004, in the primaries in New Hampshire. And by this time, both Pete and I are just totally disgusted with Iraq and Bush and the neoconservatives. And so Pete says, "Well, I'm going to go campaign for Kerry." And so he goes off to New Mexico and wherever. But then he says he's going to New Hampshire. And then he calls me, and it's about five days before the New Hampshire primary. And he says, "I'm in New Hampshire and I've just called Newman, and he's going to come up and we're all going to campaign, Republicans for Kerry. So you've got to get back here." So I get on some Southwest Airline thing that lands in Kansas City and lands in Philadelphia and finally gets to Manchester, New Hampshire. And I join Pete and Paul Newman shows up the next day. And we have a great time and we go around and campaign. By this time, everybody's almost eighty years old. I think Newman maybe *is* eighty by then. He still looks like he's sixty and he still attracts huge crowds.

Lage: [laughs] Of course, he wasn't campaigning as a Republican for Kerry, but—

20-00:48:23

Butler: Yes, we were. We had little T-shirts. People that had run Pete's campaign in New Hampshire thirty years before had T-shirts printed up and all this kind of stuff and organized— Actually, the daughter of the campaign chairman in those days organized all of this. And we went around in our little Republicans for Kerry T-shirts. And had meetings. Kerry did carry New Hampshire. I doubt if we had anything to do with that. But it was basically great. And the high point for me, besides getting to see Newman again— And by the way, the first time we saw him is he showed up at a rally. And he comes with the guy that handles all his philanthropy—because Newman's made hundreds of millions of dollars that he gives away to charity—and the guy giving the

money away shows up and he's sort of Newman's pal. He served for Newman what I serve for McCloskey. So he shows up and he walks up to me—his name is Ray Lamontagne—and he says, “Lew, why do I know you?” And I get this flash. And I said, “Because you trained the Peace Corps volunteers in 1963 for Malaysia.

Lage: Oh, my goodness!

20-00:49:48

Butler:

And later his wife—no longer his wife—had worked for me when I was in Washington. You talk about coincidence. So anyway, we all campaign together. And a high point comes when we go— Ray Lamontagne was a kid whose father ran a diner in Manchester, but he was a terrific student and a great baseball player, and got, I think actually, an offer from the New York Yankees. But he went to Yale and was the star of the Yale basketball team, and that's how he ended up doing what he's doing now. But his father was a French Canadian and ran a diner in downtown Manchester. So we have breakfast at this diner. Well, the diner's got about— It's literally a diner. Like a dining car, the old kind, thin, with a booth on either side. It's perfect. Red leather or red plastic booths. Everything is perfect. Of course, Newman comes in there, eight of us come in there, and the place goes nuts. There are only about twenty people in there, but they go nuts. And so that was a high point. And at that point, Newman and McCloskey are supposed to be on the radio, on a talk show. It's eight or nine in the morning or whatever it is. I thought maybe I'd told this.

Lage: I don't think so.

20-00:51:12

Butler:

Well, so to get on the radio, they go out in the parking lot, where we're all parked, and have cell phones, and they're calling in to the radio. And Ray Lamontagne says to me, “Paul *hates* this. He just hates being on his feet. He's very shy. This could be terrible.” And I said, “Well, you've got to hand it to him. He's willing to do it.” And he said, “Yeah, but,” he said— So Ray and I are listening on the car radio. In the meantime, about twenty feet away are Newman and McCloskey outside with their cell phones, talking. Pete's gabbing away like the politician he is and he's doing fine, and Newman's chipping in. But finally the high point—they're talking about how bad Bush is and why Kerry should be president. And finally, the sort of wise-ass talk show, typical talk show guy, morning talk show, says, “Well, Mr. Newman, let's face it. Does anybody really care what you think about politics? You're a celebrity. You come up here, the people come out, the crowds come out just to see you. But do you think they really care anything what you think about politics? Or is this just kind make—” Something like that. And Lamontagne looks at me and he says, “Oh, no. [Lage laughs] Here we go.” And there's this deathly pause. And finally, [chuckles] Newman comes up with the best one line I've ever heard. He says, “Just because I'm an actor, does that mean I

can't be a citizen?" And we're all going like this [applauds]. Anyway, now Paul Newman's dead. But before he died, he narrated a one-hour documentary for PBS about McCloskey's career.

Lage: Oh, he did?

20-00:53:16

Butler: Yeah. And it'll be shown sometime in the next— who knows when?

Lage: Oh, that's wonderful.

20-00:53:23

Butler: Yeah. They kept splicing things in. They had it all ready to go and then McCloskey runs against Pombo, so then they have to put Pombo in there.

Lage: Right, that's a great way to have it end. Or maybe it hasn't ended.

20-00:53:33

Butler: So anyway, that's end of my politics.

Lage: [laughs] Yeah. Maybe only temporarily. Let's take a break here for a second.

[End Audiofile 20]

Begin Audiofile 21 02-18-2009.mp3

Lage: Okay, this is tape twenty-one. We're still on February 18, 2008. And we're going to launch into your UC career here. In '71-2, you were at Boalt [School of Law, UC Berkeley].

21-00:00:16

Butler: I was at Boalt. There's one more thing to say about Boalt, which I found very interesting. Because I had no business being there, but I liked the faculty very much and the students and all of that, and it was just one year. But some time during the year, there was a faculty meeting, an annual faculty retreat, to talk about what Boalt should be doing and all of this. Of course, I'm a complete novice, I don't— But at that point, Berkeley had been, for six or eight years, the center of student so-called unrest in the United States.

Lage: Right. This is '71, '72.

21-00:01:03

Butler: '71, '72. The teargas had been in '69 or something, because McCloskey had gotten teargassed when he was there and called me up when I was in Washington. He was a congressman, and he's in a phone booth with his eyes watering, saying, "What the heck are you doing about higher education in the United States? I'm getting teargassed at Sather Gate."

Lage: And things still hadn't quite calmed down, by '71, '72.

21-00:01:33

Butler:

Well, yeah. And there was a controversy about admissions. Always. Admissions, the law school. And they'd been doing a good job, not just only letting in women, but Latinos and blacks and even one Native American, I think. But the students wanted more of that. I forget the exact argument. But anyway, the students were all riled up. And one time we all showed up in the morning and the students had put solder in the locks of all of the faculty so that you couldn't put your key in there to unlock your door. I had a little office. I thought, actually, that was fairly creative. [Lage laughs] The faculty weren't too happy about that, to say the least, and all the locksmiths had to come. Well, it was in that context. And still a lot of unrest going on. Vietnam is still— Or at least the memories of Vietnam are alive. And Vietnam basically lasted till 1975, so—

Anyway, here's the faculty meeting. And I'm so naïve about all of this. I remember exactly. I was just there to listen. But finally the dean or somebody just said, "Well, Lew, do you have any comments?" And I said, "Well, I think that [the] Berkeley campus is so unique. Some people think it's uniquely bad; I think it's uniquely good. All of this unrest about Vietnam, a lot of it started here. And the Free Speech Movement and Mario Savio and all of that stuff." I said, "That's very much to the credit of this university." And I said, "I don't see why the law school shouldn't reflect some of that very rich character."

Lage:

And did you feel it didn't at that point?

21-00:03:28

Butler:

Pardon me?

Lage:

Did you feel that it did not reflect it?

21-00:03:32

Butler:

Well, it seemed very traditional. And they were worried about all the students and doing— And I thought they ought to embrace it and think, this is an asset. You've got students that really— And by the way, the students that were complaining, we had a three-hour meeting one night and the students— I finally told some of the faculty guys, I said, "You ought to be really proud. These students got up there and made a terrific case. You've really prepared [chuckles] these guys to make arguments. Even though they're arguing against you right now, you've done a wonderful job educating them. You ought to feel good about it." But I remember saying—because I knew something about the Harvard Law School; not much, but [it's] still the most traditional law school—I said, "I don't see why everybody has to imitate Harvard or whatever." I said, "Why can't Harvard be an apple and Boalt be an orange?" And I remember the reply because it was straight out— it wasn't the dean, but it was some very senior member of the faculty who said, "Lew, because we wouldn't be an orange, we'd be a lemon." And it was just that we're a national institution.

The whole implication to me was, yes, we're on the Berkeley campus, but our fraternity are law schools all around the United States, and we can't compete unless we're in the same league with all the rest of them. If they're playing basketball, we've got to play basketball.

Lage: Right. What kinds of things did you want to see more of?

21-00:05:07

Butler: Well, embracing the student unrest, training students, taking seriously their concerns, continuing to change the admission policy and being proud of it, not resisting the pressures. But it was more just an attitude. They sort of felt like the students were doing something bad. And even though they disagreed with them— And I thought some of the stuff the students wanted was wrong, as usual. But the fact that they wanted it and were asserting it, they ought to take as an asset. And it was more of an attitude than what courses do you offer or something like that.

Lage: Were there other young Turks? I'm thinking Mike Heyman was—

21-00:05:52

Butler: Well, Mike was on the faculty then. And Mike is just wonderful. But law school faculties, it's like a club. There are rules. And your friends are the professors at Harvard and— Not only your own faculty, but— And then there're visiting faculty; you're invited to go to Harvard and they go there. And then they switch around jobs and—

Lage: An old boys' network or club.

21-00:06:23

Butler: Yeah, but it's like doctors or lawyers or anything else. They're part of a club. I don't think I made much of a case for it, but I do remember the orange and lemon thing, which is that "we can't change. We want to be one of the prestigious law schools in the United States, and we'd be regarded as something else." Which I think now is not the case. Yale has always been different than Harvard. Basically trained politicians and people like Sarge Shriver. All these folks went to Yale Law School, that never practiced law, ended up in public service. And now the dean at Stanford has just said the third-year law school is a joke. And so in their third year, he's got his students studying everything from the environment to you name it, all over the Stanford campus, taking joint degrees and whatever.

Lage: Interesting, yeah.

21-00:07:29

Butler: But anyway, at that time, the law school didn't want to change.

Lage: Didn't want to change. And what were you teaching? Were you like an adjunct position?

21-00:07:37

Butler: Well, I was a joke.

Lage: No.

21-00:07:40

Butler: I taught a little health policy and they let me— And I had a course on technology assessment, so they could kind of look at how you make decisions about— At the time, we were looking at the space shuttle and disposal of nuclear waste. Things that I didn't know much about. But I was basically kind of trying to teach them about government.

Lage: I see.

21-00:08:04

Butler: Most elected officials, and even civil servants, you look around and by far, lawyers are the number one item. And I always felt that if law schools are producing those people, they ought to prepare them for public service. That's what Yale does. And Pat Moynihan had said to me years before in the White House one day, he said, "Lew, the fact is that law schools are the only general postgraduate education we have for people to kind of go off and do other kinds of things." And so I've since said to people at Stanford and other places that that's true. If your graduates are going to end up in all of these different places, and they have those interests, you ought to prepare them. Because—

Lage: Not just prepare them for the courtroom.

21-00:08:58

Butler: —if you go through the US Senate or the Congress and count up how many lawyers are there and how many doctors are there, you'd probably find two or three doctors and 50 percent of them are lawyers.

Lage: Yeah, that's true.

21-00:09:11

Butler: So anyway, that was my brief sojourn. But that spring, Phil Lee, who had gotten me into the law school, smuggled me in there, along with Gene Lee, who I guess was head of political science then— And I knew Gene. I forget why I knew Gene; I think environmental stuff. But they're the ones that had found me this job so I wouldn't starve. But by spring, Phil had raised some money and I reduced my— I forget exactly, but anyway, I was only part-time at the law school and I was traveling around the United States, exploring how Phil and I could set up an institute for health policy. The money came from a wonderful woman named Margaret Mahoney, Maggie Mahoney, who was with the Carnegie Foundation in New York and was headed for the Robert Wood Johnson Foundation, which was about to come into being with over a billion dollars.

Lage: It was just starting?

21-00:10:21

Butler: It was Johnson & Johnson and it was to focus on health. So that was our big target, was to get some money from the Johnson Foundation.

Lage: And was this Margaret Mahoney a foundation executive?

21-00:10:32

Butler: She was a foundation executive with a foundation in New York, and she later went to be one of the founders of the Johnson Foundation.

Lage: I see.

21-00:10:43

Butler: And she was a very good friend of Phil's and I knew her. And so Phil said, "We want to start," what was then called a health policy program. And so I went around the United States talking to health economists that I knew like Marty Feldstein and Vic Fuchs and others. By the way, I learned a great thing about that. This guy said to me—I forget his name now, a health economist at NYU—he said, "You know, there are two kinds of health economists in the United States, those that have been sick and those that haven't." And he says, "Marty Feldstein is a great economist, but he's never been sick." So Marty was the one that wanted to have catastrophic health insurance, but let you pay for all of the everyday stuff.

Lage: That's a very good—

21-00:11:34

Butler: I thought it was an interesting insight. Anyway, we're asking people, is it worth having an institute for health policy studies in a medical school. And they all said, well, yeah. And if you can get the money— We all work for money; if you get the money, [laughs] people will come and join you.

Lage: And it wasn't something that was usually in medical schools. Was it always intended to be at UCSF, or did you get the money and then find the home?

21-00:12:07

Butler: No, no, it was always intended to be there. And what saved us was that Phil had been the chancellor. Well, and a lot of people on that faculty didn't like him because he'd been admitting blacks and women and causing all kinds of trouble for the old-line faculty. But when you come down to the nitty-gritty, Phil had a faculty appointment that was part of his contract, so that when he stepped down as chancellor, he was still on the faculty of the school of medicine. And he could find housing for us—the big deal [laughs] on any campus, can you find an office? And he had already nailed down an old house on Third Street, on the hill there. The university had taken over a house and we could go in there. And so all of that kind of stuff that I didn't appreciate, he could handle. And there're a lot of people that didn't like us, but if the ex-chancellor is there protecting you— It took me a while to realize without Phil, we would've been dead.

Lage: Now, when you say people didn't like you, people in the med school?

21-00:13:19

Butler: Well, first off, there were the people that didn't like Phil because he'd been shaking up the campus. And they were spreading vile—I mean, vile—personal rumors about him. One guy in particular, who happened to be Jess Unruh's personal physician, just put out the most scurrilous stuff—to my face, told me—about Phil, that I'd ever heard. So there was that kind of stuff. And then there were just the old-line sort of traditional doctors that don't like government. These guys come out of government; why should we have them around here? They certainly don't like lawyers. And so what am I doing in the place? It was that kind of stuff.

Lage: And they don't like government interference in health.

21-00:14:05

Butler: Exactly. And they don't want national health insurance because that'll lead to government interference, and we're both advocates for national health insurance. But the good news is that [there] were really fine people there that protected us and participated in— Holly [Lloyd H.] Smith was the head of the department of medicine. They'd all, by the way, kind of poured out of Harvard and ran downhill to UCSF. And the head of surgery, just a wonderful man who'd I'd met through some friends, surgeons here in town, and the guy that later became the dean of the medical school, Julie [Julius] Krevans, and I guess the chancellor.

Lage: Yeah, he did.

21-00:14:53

Butler: And they liked Phil and so they kind of adopted us and they protected us from all this other stuff. I remember one day the famous head of neurosurgery, Charlie Wilson, was doing operations on fast growing brain tumors. And I'd been in the technology assessment business, trying to sort of figure out what's worth doing and what isn't. Well, everybody died in four months. But maybe they got an extra two months of life. So the question was, why are we doing all of this work, cutting up people's heads, when they're going to die anyway? So we had a class about technology assessment. Well, I don't think Charlie Wilson ever found out about that. He's now married to a good friend of mine. [chuckles] But anyway—

Lage: So this kind of thing upset the status quo.

21-00:15:56

Butler: There was this kind of stuff going on. And finally some at that point had said, "Well, they do a lot of training in the dog lab, but it's much better training on people." [laughs] Anyway, there was that kind of stuff. But I was interested enough to know that I actually got all scrubbed up and went up to watch Charlie Wilson operate. And the guy, by reputation, might've been the best

neurosurgeon in America at that point. Incredibly skilled. So I was trying to learn about what doctors do every day.

Lage: This was after you got established and in business.

21-00:16:39

Butler: [over Lage] Yeah. But anyway, so we're established, we have the health policy program. And thanks to Maggie Mahoney, we get \$3- or \$400,000 for a planning stage, to get us started. And Phil has recruited a just wonderful friend, Mike Parker, who had been at HEW with him, with Wilbur Cohen, working on the creation of Medicare. Mike's wife was an excellent doctor, was going to medical school at the time in Washington, and he's a lawyer working at HEW in the legislative office with Wilbur Cohen, who later became secretary. They're all working on Medicare and all of that stuff. So Mike leaves what he's doing to join us, so it's Mike and Phil and myself. And then we start bringing in faculty and so on. So that was the beginning of the health policy program. And then after we'd gone through the first year and recruited a bunch of people, then we applied for a \$1.2 million grant from the Johnson Foundation.

Lage: This *new* Johnson Foundation.

21-00:17:50

Butler: Yeah, the Robert Wood Johnson Foundation. And we got it. And we got it because one, they had a lot of money and they didn't know what to do with it. And second, here's a guy that had been in a Republican administration, and one had been an assistant secretary of health under Lyndon Johnson; and it was in a established fine medical school, and it was going to be something to work on national health insurance and health policy; and they didn't know what else to do with their money. So the more you ask for, the better it was because they were having trouble figuring out what to do with all this money.

Well, that's when the problems started because some people in the university, particularly the university lobbyists, got worried about it; that here we had all this money and we were going to have an office in Washington—which we did establish. And so if you looked in the phone book in Washington for the University of California, you found two listings. One was for the whole university, and the other one was for the institute, then called the health policy program of UCSF. So the lobbyist for the university in Washington got concerned about us.

Lage: Afraid for his own power, or afraid there'd be two messages coming out?

21-00:19:15

Butler: [over Lage] Well, yeah, because we were invading their turf and what were we— Here they're out lobbying for the university, more money for manpower training and education, and maybe we're going to be saying maybe the university's doing the wrong thing. Which, frankly, both of us thought the

university was training too many specialists and not enough primary care physicians and that kind of stuff. So they had a legitimate worry. Their biggest worry was that they knew that Phil and I had better access to the congressmen on the hill than they did, because we'd been working with them for a long time and we knew them. And particularly Paul Rogers, who was the congressman who was chairman of the health subcommittee of Ways and Means that was going to be having the hearings on national health insurance. So the university lobbyists got worried. And the lobbyists not just in Washington but in Sacramento got worried, because they knew that we'd have access to legislators in Sacramento and people that we'd worked with in the past. And in my case, it was Jack Veneman's friends and in Phil's case, it was other people.

Lage: And was this part of your intended program, to have a—

21-00:20:35

Butler: Yeah, we were going to provide technical assistance. That was a central piece of our mission, was to provide unbiased technical assistance to people in government, legislatures and the—

Lage: Policy makers.

21-00:20:51

Butler: —executive branch. Because when we'd both been back there we kept always fishing around for someone to advise us. And mostly, the people that wanted to advise you were being paid by somebody to be a lobbyist or were part of some institution. So we were pretty naïve about the whole thing. And some people said, well, you guys are just doing penance for all the mistakes you made. [Lage laughs] But anyway, we imagine that we're going to provide impartial, bipartisan technical advice to people in government. And that's why we have the office in Washington. We don't need an office in Sacramento because we could—

Well, given all of that, the vice president for health affairs for the university tries to block us from getting the \$1.2 million grant. And Phil was off in Israel at the time, I think. But that came up and Charlie Hitch was the president of the university. Well, the university's getting \$1.2 million. Typically, they don't turn down \$1.2 million, but they were trying to get the president to turn it down. So it ended up that I had to call Charlie Hitch, who I kind of knew because I'd been working with Clark Kerr when he had the Carnegie Commission on Higher Education, when I was at the law school.

Lage: Oh, you had. Okay.

21-00:22:27

Butler: And I knew Clark Kerr because he'd come to Washington on higher education stuff and because his wife, Kay Kerr, was one of the founders of the Save the Bay Association. So anyway, all of that was going on. So I had to call Charlie

Hitch and said, “We’re not going to go around causing trouble for the university.” So he got it all quieted down, with the agreement that we would file a monthly report about who we had talked to. And that would go to all of these— And by the way, the lobbyists in Sacramento were terrible. All they knew was how to serve a drink to a legislator. They knew nothing about health policy.

Lage: Do you remember who they—

21-00:23:18

Butler: Yeah.

Lage: Jay Michael was lobbyist for UC. Was he a lobbyist then?

21-00:23:22

Butler: He was lobbying then. I probably overdo it, but I had nothing but contempt for these guys that I just thought were hack lobbyists. They didn’t know anything about health policy, they were just—

Lage: Well, and they really weren’t lobbying on health policy.

21-00:23:36

Butler: No, they were lobbying to get more money for the university. I don’t blame them; that was their job. But that wasn’t our job. But I forget if Jay Michael— but I think he was one of the people that violently objected to us. Anyway, it was agreed that we would file a monthly report about everybody in government we’ve ever talked to. So we would prepare that monthly report. And that lasted for about six months. Well, it was so boring and so— finding people weren’t reading them and throwing them away. And somebody called up from the chancellor’s office or from the president’s office, or both, and said, “Stop sending us that stuff.”

Lage: [laughs] That’s amazing in itself.

21-00:24:15

Butler: [chuckles] So we went along. We had to call ourselves a program and we started trying to figure out what we could do. And the number one thing that I was interested in was national health insurance, and so was Phil.

Lage: Were you interested in getting it passed or in thinking out of how to frame it?

21-00:24:33

Butler: [over Lage] Yes, in getting it passed. Because the hearings were still going on in Washington. It was 1972. Nixon had come out for national health insurance in 1971. That’s why I had stayed, to write that plan. Even the AMA had a national health insurance plan. It was basically not much, but even they had a plan. And there was universal Medicare. There were six or seven plans, including Teddy Kennedy’s more government-oriented plan. And that was true even when Nixon had to resign in the face of impeachment or conviction,

and Jerry Ford took the Nixon plan and improved it. So everybody was for national health insurance. And Paul Rogers, a very good congressman, was holding hearings. So we offered to help him and Phil and I would go to Washington and help him figure out how to organize the hearings and do this. So that's the kind of stuff we were doing.

Lage: And did you promote a certain type of national health insurance?

21-00:25:43

Butler: No. We just wanted to promote a good study so that the Congress could decide what sort of plan. No, we had no plan that we were promoting. Because in fact, Phil was probably—although I don't think he and I ever discussed it—if he'd had a vote, he probably would've voted for universal Medicare, because he'd been one of the key people in implementing Medicare. I was wedded to sort of this employer mandate that Nixon had come out with, even though I knew all of its problems—it was regressive and whatever. But we weren't peddling anything, we were just trying to help them hold hearings so they could do this. And there were people that had doubts about us. But I had McCloskey's great friend Chuck Daly, who had been in the White House and was very close to the guy that ended up succeeding Wilbur Mills as the chairman of Ways and Means, Ways and Means being the key committee for all of this. So I got—I'll have to remember his name now. He later had to resign over a scandal, a scandal of using public money. Rough, tough Chicago congressman.

Lage: Rostenkowski?

21-00:27:02

Butler: Yeah, Danny Rostenkowski. Good for you! Yeah. And so I got Chuck Daly to write— And so I went in to see Rostenkowski and he said, "Well, you know I wouldn't be talking to you if Daly hadn't told me." Daly had been at the University of Chicago and always made sure that Rostenkowski had a good hearing with whatever he wanted to do. And later, when Daly ran the Joyce Foundation and Rostenkowski was still in power, there was always a \$10- or \$20,000 grant to some school, and you'd find out that that was the school Rostenkowski'd gone to. So anyway, with Chuck Daly, I got in to see Danny Rostenkowski and told him what we were doing. Now that I think about it, he was chairman of the health committee at that time. Paul Rogers was not in Ways and Means; he had the outside committee on health, not the Ways and Means subcommittee on health. He had the substantive one that looked at medical schools. But Rostenkowski had—the money committee was Ways and Means. And Rostenkowski, now that I remember, he was in charge of the health subcommittee. It was before he was chairman of Ways and Means. Anyway, Daly got me in there and Rostenkowski basically warned me not to mess around with what they were doing. [they laugh] It was a real education. So we were going to provide technical assistance.

The end of the story is we got to be an organized research unit called the Institute for Health Policy Studies. Last year, wonderfully, it was renamed the Philip R. Lee Institute for Health Policy Studies. He and I had started as partners. It was obvious, he was the faculty member, he would be the director of the institute and I would be the assistant director. Phil actually did some wonderful research on drug issues in the United States. Wrote *The Drugging of the Americas*¹— I had no business being in a medical school.

Lage: Now, why do you say that?

21-00:29:32

Butler: Well, because I wasn't a scholar, I wasn't a doctor, I wasn't an economist.

Lage: What was your actual position? It was assistant director.

21-00:29:41

Butler: Well, I was helping run the institute. And that's probably the only real contribution I made, because I made sure that we hired people and if we had the wrong people, we got rid of them and got other people. And at one point, Phil went back to Washington for a year, actually, to be in our Washington office to do some stuff, and I was there kind of trying to keep the place together.

Lage: Was it a satisfying time for you, in terms of feeling like you were accomplishing—

21-00:30:15

Butler: Oh, yeah. Yes, because I liked the people a lot. I don't think I accomplished much at all. At one point, we got a grant and I was to write a book on national health insurance. I spent six months off and on doing that and realized that, one, I had nothing to say; two, by that time, the issue had died from public view. And we just gave the foundation back the money and it was just no good.

Lage: Why did the issue die like that? When you describe the interest in it—

21-00:30:48

Butler: Well, because the whole country was changing. The financial problems— We thought there was going to be a fiscal dividend with the end of the Vietnam War, and that would make it possible to have national health insurance. It was true, but the so-called fiscal dividend was eaten up by Medicare and Medicaid right then. I remember it was \$25 billion or something, and the entitlement programs were eating it alive. But at least it was possible in those days to

¹ Milton Silverman, Philip R. Lee, Mia Lydecker, *Prescriptions for Death: the Drugging of the Third World*, UC Press, 1982.

imagine that you could have national health insurance and not just bust the budget. But as each year went on, there were new things. There were CAT scans, there were MRIs, there was an enormous amount of diagnostic equipment, new procedures open heart surgery, heart transplants. Then you have all the questions of who's going to get them and who isn't going to get them, and how do you ration these things? They had dialyzed people with end stage renal disease in front of the Congress, and the Congress attached to a piece of legislation the only universal health care that we still have, which was kidney dialysis and transplant for anybody.

Lage: Is always covered?

21-00:32:10

Butler: Yeah. At the time, there were about 70,000 people with end stage renal disease and they were all going to die if they weren't dialyzed. And up in the state of Washington, they tried to create some kind of ethical way of deciding who lives and who dies, which was a disaster. Because suddenly somebody with a PhD was better than somebody with than a bachelors degree, than somebody who was a dropout from high school. And so they literally demonstrated that they could keep these people alive with dialysis. And so we got universal health insurance for end-stage renal disease, including transplants. And then all the problems from that came. There was a faculty member at UC that was dialyzed, and I think they tried transplants on him more than once or twice, and finally he died. And his departing testimony was a beautiful piece about how he never should've done it; he should've died. That here he had been on one end of providing this service, and then when he was on the end of receiving the service— He described how this was essentially wasted on him, and all that money should've gone to somebody else that could've been cured or whatever. *Very poignant, beautiful thing.* I forget his name. But anyway, all that kind of argument. But meantime, the cost of national health insurance is going up and up and up and up. HMOs, to my great surprise, actually were just expanding all over the country.

And sadly—and that was the mistake we made, and that was really my fault—we should've provided in the legislation that they had to be nonprofit. I said, “Well, that's going to limit their growth. How many Kaisers are ever going to come into it? So we ought to let profit-making institutions get in the business.” Well, suddenly the worst kind of people were creating HMOs. For example, in Los Angeles, going around door to door, recruiting Medicaid recipients to sign up. Had no interest in their welfare, were denying health. The argument for HMOs was that they were opposite of fee for service. They wouldn't be providing care just to make money, they'd be maintaining people's health. Well, these fly-by-night guys were maintaining people's health by not giving them any care.

So there were all the problems with HMOs and they're growing like mad all over the country. And then there are variations of them—preferred provider

organizations, PPOs, and then IPOS—and this thing that Paul Ellwood and I had kind of started is just going nuts. Ellwood’s still in that business. And so one of the things was we started an annual—I did it as part of the health program.

But Ellwood and I and Alan Enthoven from the Stanford Business School, who had become one of the leading health economists and had been sort of the bright young guy from McNamara in the defense department. So Alan and Paul Ellwood and I started this meeting in Jackson Hole to discuss health policy every year. Well, it was sort of self serving; we all wanted to go there and ski together [Lage laughs] so this was this— And Ellwood had a condo there. So we started that and did that for about ten years. When it got to the point where people were flying in in wide-bodied jets, I decided I’d better get out of there. But it lasted right up through Clinton, and it was called the Jackson Hole Group and all of this stuff.

Lage: And just focused on health policy?

21-00:36:26

Butler: Well, it focused entirely on health policy. By that time, Ellwood had recruited various— the Mayo Clinic, which was expanding, and the Frist family— It started in Tennessee. One of the members of the family became the majority leader for the Republicans in the senate.

Lage: Bill Frist?

21-00:36:55

Butler: Bill Frist. But his brother was part— It was all that kind of stuff. But it was getting too big for me. People were still skiing. [Lage laughs] Anyway, that was the end of that for me, but it lasted. But anyway, I guess to sum it all up, I kept doing that. The part that I enjoyed the most was the teaching. We started teaching health policy courses. And the best part of that was they instituted a new group of twelve medical students that would go to Berkeley for three years, and then the two final clinical years in San Francisco. But they would do their anatomy and all that kind of stuff at Berkeley, and they would be exposed to other—to public health. It was centered in the School of Public Health at Berkeley. And two other guys and I taught the health policy course.

Lage: And did you teach it at Berkeley?

21-00:38:01

Butler: We taught it at Berkeley. Well, there were three of us. We had an economist, me, and a doctor. And we’re still great, great friends. The doctor, Neal Halfon, now runs a major center on public health and children at the UCLA medical school. Paul Newacheck is still at the Institute for Health Policy and has gotten every award you can get for his research on children’s health and so on. And he was my research assistant. When they realized that I couldn’t do any research, they finally— Phil said, “We’re going to hire a research assistant for

you.” And they got this *fabulous* guy, aged twenty-seven, that had come out of the School of Public Policy at Berkeley and had gotten the award for the best masters degree thesis at Berkeley that year. And he just is wonderful, and a great, great friend.

Lage: And who’s that?

21-00:39:01

Butler: Paul Newacheck is his name.

Lage: Oh, that’s Paul Newacheck.

21-00:39:02

Butler: So we did that. And then before that, I’d gotten a call from the law school, a friend in the law school saying, “We don’t know what’s going on over here, but the best student in the first-year class is a doctor.” Well, his name is Peter Budetti. So I said, “Well, send him over.” So Phil and I had lunch with Peter Budetti. And Peter Budetti was a pediatrician who had gotten involved in a lot of public policy stuff and decided to go to law school. He never took the time to be on the *Law Review*, even though he would’ve— I think he was the top student in the first-year class. So Budetti came to work for us. And law school was so easy for him he could be working half-time for us and still go to law school. And later on—because he never took the bar exam—after he finished law school, he then went off to Washington to run our Washington office and went to work as the top staff guy on the hill in the House of Representatives. But one time he decided maybe he should take the bar exam and he came back. And I said, “Peter, you’ve been out of law school for four or five years and you don’t want to spend the summer with a cram course on the bar exam. And you’ve never failed at anything in your life. Don’t take the bar exam.” He says, “Ah,” he said, “I’ll take it.” He said, “I’ll study for a week or two and take it.” Well, of course, he aced the bar exam.

Lage: [laughs] He must’ve been brilliant.

21-00:40:38

Butler: [laughs] Yes. And he then went on to run the center for health policy [Center for Health Care Research and Policy] at Northwestern, and now runs the Center for Health Policy in Oklahoma. But the best thing about the Institute for Health Policy— I don’t think we ever influenced anybody’s health policy. But the best thing about it was that we did train—or they trained themselves—an absolutely wonderful group of younger people.

Lage: And were these the people taking courses at Berkeley or—

21-00:41:11

Butler: These are people like the ones I mentioned. I think they trained themselves, but they trained themselves in an environment where they could get some

advice from us and figure out mistakes that we had made and that they wouldn't make. And so they're all over the United States now.

Lage: So you did have an impact.

21-00:41:37

Butler: Enormous. We had the thirty-fifth anniversary of the institute. It's still in existence, got 100-plus people in it. And a lot of the people that were there when I was there are still there. A tremendous loyalty to the place. Not just the Newchecks and people like that, but extraordinary women that have been running the place administratively. And we're all very good friends. I still see them all the time. And they're only a few blocks from here now. So we did manage to create this terrific collegial environment. And we could send out into the field, people from all over the United States. And you'd take forever to name them all, but it was wonderful.

Lage: Now, it was an institute, an organized research unit.

21-00:42:43

Butler: Yeah, we converted ourselves. When we finally got the big grant, then we could convert; applied to the university and converted ourselves into an ORU, organized research unit.

Lage: Which did what for you? How did it affect—

21-00:42:57

Butler: Well, it gave us the title of an Institute for Health Policy Studies. It made us look—

Lage: More than a program.

21-00:43:02

Butler: More than a program. Made us look more important.

Lage: [chuckles] But you didn't have students—

21-00:43:07

Butler: We still basically had to raise all our own money. And so we raised mountains of money and overhead for the university, and never got much back. We had Phil's faculty appointment, and finally there was another faculty appointment slot, I think.

Lage: Was that part of your job, the fundraising?

21-00:43:29

Butler: Well, yeah. Phil and I raised the money. He was the principal— Phil's a great money raiser. But I not only participated in the money raising, but I was the proof that it was bipartisan and not just— So on. So I'm very proud. And the courses that we taught, I think they had an impact on the few people that took

them; I don't think it had much larger impact on the university. But there're wonderful students that became fellows with us.

Lage: Coming out of these classes?

21-00:44:13

Butler: Yeah, they'd come out— Medical students. One woman named Connie Cellum helped us with a course at Berkeley and helped us organize that, and she's now a key person in preventive health and everything in the state of Washington.

Lage: Did you have an impact on the education of medical students?

21-00:44:34

Butler: In general, no, I think.

Lage: Except maybe that program at Berkeley.

21-00:44:39

Butler: But we had an impact. They had a clinical scholars program for young doctors that came. And Steve Schroeder, who joined us, had been in charge of clinical scholars at George Washington University. Steve came and became an integral part of the institute and ran the clinical scholars program and eventually, became the president of the Johnson Foundation. So people scattered all over. Steve is back now, working on smoking cessation. So the best thing about the institute were basically the alumni and the people that are still there.

And Phil is just an extraordinary person. For example, the person that was his administrative assistant said, "Phil is like a cat in a sandbox. He's scratching and digging and sand is flying in every direction. You never know exactly what's going on, but good things are happening." [Lage laughs] Well, it was true. Phil's a wonderful doctor. That was forgotten because he had stopped practicing, but an absolutely wonderful doctor. If a patient was sick, drop everything; you take care of the patient. That happened with my own wife. We're in Mexico, she's bitten by a dog, we can't find the serum, we don't have a telephone. Sheana calls up Phil and says, "Phil, I've been bitten by a dog and I don't know about rabies and all of that." And he says, "Sheana, stay right where you are." [laughs] He calls up the Centers for Disease Control in Atlanta—that he'd once been in charge of, as the assistant secretary for health—finds out there's an experimental vaccine that they've got. Says, "I've got a patient out here that should be part of the experiment." They said, "Well, the patient has to be allergic to eggs." And Phil says, "Yes, the patient is allergic to eggs." Then he calls Sheana and says, "Sheana, you're allergic to eggs." [they laugh] She says, "Actually, Phil, I am allergic to eggs." It's Easter week. He gets her a plane ticket to fly from Mexico City.

I don't know anything about this. All I know is the next day someone comes and tells me my wife is in San Francisco in the custody of Phil Lee. And I'm in Oaxaca, Mexico. And he gets her to San Francisco, has her sister, who was a nurse, inject her with a preliminary blocker and then gets her on this thing, and she doesn't have rabies. That's Phil Lee. *Wonderful* doctor. Well, as a part of all of this, he's out there talking to the doctors at General Hospital, which of course, he was— UC staffs General Hospital in San Francisco, and he knew all about that when he was chancellor. And he keeps coming to tell me about these cancers that are showing up out there. And I'm saying— I don't know if I said it, but I thought it—come on, Phil, we're trying to run a health policy program; you can't be everywhere at once, treating cancer at General Hospital and doing all of this. But I don't say that. Well, of course, it turns out to be AIDS.

Lage: Yeah. I was going to ask you.

21-00:48:29

Butler: And these incredible young doctors out there are risking their lives. They don't know how this disease is transmitted. They're risking their *wives'* lives, because they think there may be some connection to sexual transmission. And they're great heroes and Phil's the guy that's supporting them. And eventually, when that grew, they create the public health commission for the city, and Phil, they make him the first chairman of the public health commission. And the first thing he's got to do is shut down the bathhouses. The whole gay community is up in arms. Still not that much is known about the disease. And he'll probably never get credit for it, but Phil goes down as one of the pioneers in the treatment of AIDS. And I forget now the name of the wonderful young doctor out at General. And then the guy that was the health commissioner for San Francisco, who's still involved with AIDS. But anyway, Phil was doing all of that while he was doing the health policy program and everything else.

Lage: So it wasn't part of your health policy program, but it was something he was trying to—

21-00:49:46

Butler: Well, it was Phil. He's writing books on drugs, he's taking care of AIDS, he's running a health pol— He's doing everything.

Lage: An amazing guy.

21-00:49:54

Butler: He's the cat in the sandbox. And then when Clinton gets elected president, Phil goes back to his old job as assistant secretary of health. So he's really a great American hero. And out of all of that, we helped train all of these people that are now all over the United States. So that was the great accomplishment.

Lage: Yeah. Now, you mentioned before we turned on today that you'd been looking at your books here. And you had forgotten about many failures. Which were you thinking of? Maybe national health insurance?

21-00:50:33

Butler: Well, I'm sort of like Phil; I'm a little out of control, too. [Lage laughs] Because there's all this stuff going on. So for example, I get recruited— There's a whole segment in here about foundations. And somehow, I'm on the board of all these foundations. I get recruited by a wonderful guy, [Harold] Doc Howe, the former education commissioner of the United States and assistant secretary for health in HEW, there with Phil. And he and I had gotten to be friends through the Whitney Foundation in New York. So he's got a program on Youth and America's future, for the [William T.] Grant Foundation, and we're going to explain to the United States what they need to do about youth. And as it turns out, what they need to do about the other half, the half of all students in the United States that don't go to college, what we call the forgotten half. So we have a national commission on that and I'm doing that. And whether it had any impact, I don't know.

The best thing about the commission is that Hillary Clinton was on it. So Sheana and I got to meet Hillary. And she, I thought, was the best person on the commission. She was just, then, the wife of a governor out in Arkansas. And all I knew about the governor was, one, he'd made the longest speech in the history of— the most inappropriate speech at a Democratic convention, and got a standing ovation when he said, "In conclusion" [Lage laughs]—that was Bill Clinton—and that he was a notorious womanizer. That's all I knew about Hillary Clinton. But she was the best person on the commission. And she was trying to shape up the schools in Little Rock. So I was doing stuff like that.

Lage: So you had another life while you were doing this health policy stuff.

21-00:52:38

Butler: Yeah. And then through people that had been at HEW, and a great friend, Harold Richman, who was at the University of Chicago, and he'd been a White House Fellow in that first group of wonderful White House Fellows— And he and I had tried to integrate all the federal funding, because he was getting funding from twenty different, fifteen different sources in the federal government for his social service school at the University of Chicago. And it was restricting what he could do because this money had to go into that person and— So we had consolidated it into a single bundle and given it to him, against the wishes of all of the departments that controlled this money, of course. Well, as soon as I left, that fell apart. But anyway, I was doing work with Harold Richman. And I was on the board of the Joyce Foundation in Chicago and he was being supported by them. So he and I and others tried to start a joint university group called JUG, that was going to be Chicago, Harvard Medical School, and the Lyndon Johnson school in Texas. That was a

great idea. That's when I learned universities don't want to go into partnership with other universities. So that was one of those great ideas that went down the drain.

At the same time, the Presidio was sitting here. And I got the idea that we could get the Presidio away from the federal government and create a big international center, and it would sort of be like a headquarters for all the Pacific nations. Then Japan, China, all the Asian nations at least, could start coming together to deal with common problems.

Lage: So it would be sort of an international—

21-00:54:38

Butler: The idea was to have an international center do something and have it focus on the Pacific.

Lage: I see.

21-00:54:44

Butler: And I had recruited Peter Haas, who was then running Levi Strauss, to help me. Peter was too nice to say, but I finally later said to him, after about— And we had the Ford Foundation recruited and all of this. And I said, “The Presidio's the best location in the world for any international thing.” There was a small problem. The army wouldn't let go of it. But it was *useless* to the army. It had *long since* been useless. And by that time, I knew something about that because we'd started the Ploughshares Fund, and it had an office down in Fort Mason, which had been relinquished by the army and it was now this big center for good things.

Lage: So you saw this as a model.

21-00:55:28

Butler: And I thought we could do that at the Presidio. Well, I finally, after a year of that, I went to Peter and I said, “I'm not very good at this stuff.” I said, “I'm trying to start a shopping center and I don't own the land and I don't have an anchor tenant.” And he said, “Well, I've been wondering about that.” [laughs] So I said, “Let's just forget it.” So that went down the drain. Then because of Phil Burton, when the Presidio was finally closed as an army base a dozen years later, then we revived that effort. And that's a whole other story. I recruited Don Fisher, who runs the Gap, who's an old friend, to be my partner. And we wanted to create a Presidio Pacific center. And I had good friends from California Tomorrow helping me. That also fell apart when the Republicans took— We had Al Gore recruited and he was working on the environment, and we met with Gore and he'd get us some money from the government and—

Lage: But you still had the idea of a Pacific center.

21-00:56:50

Butler: Yes.

Lage: A Pacific Rim kind of—

21-00:56:51

Butler: Yes. That's why it was called the Presidio Pacific Center. We basically revived the old idea, but by that time, there were smarter people that were— We were all working on what would it do. And we had it focused on sustainable development because there'd been a 1992 United Nations conference in Rio on sustainable development.

Lage: We're going to stop here for a sec.

21-00:57:18

Butler: Yeah, stop there.

[End Audiofile 21]

Begin Audiofile 22 02-18-2009.mp3

Lage: Okay, this is tape twenty-two. And we were discussing some of your failures [laughs] during these years.

22-00:00:12

Butler: Well, at the institute— I think the basic rule is that it was just not something that I should've been doing for a long time. It was not my natural habitat and I'd keep finding these other things to do on the outside.

Lage: I see.

22-00:00:40

Butler: But the most fundamental problem was we weren't having an impact on health policy. We were training a bunch of wonderful young people and they were going, and are now, everywhere. But national health insurance had disappeared, which is the thing I was most interested in. I did do research, because when I had Paul Newacheck, suddenly I became a researcher. He was doing all the work and then I'd add a few words to this, and then he would insist that my name go first on the paper. Finally I stopped that and put his name first.

Lage: So you published several papers.

22-00:01:18

Butler: Well, he and I— For example, I'd always been interested in poverty and health. And so he and I set out to study what can you really say about poverty and health? His great strength is to look at these national health surveys and dig out of them—which is enormously complicated, but is now made possible by computers, because you've got literally millions and millions of numbers

in these things, about who's—the health surveys that are kind of an adjunct to the census. And Paul came up with this wonderful simple analysis, which is first—which still isn't recognized enough—that it's chronic illness that's the great problem in America. We do quite well on acute illness. For example, he's still doing studies on chronic illness in children. And things like asthma have just expanded as a result of air pollution, who knows what else? And all kinds of—

Lage: And diabetes and—

22-00:02:59

Butler: Yes, all of that stuff.

Lage: This seems to be fairly well recognized now, but perhaps wasn't when you were writing.

22-00:03:05

Butler: [over Lage] Well, at the time— And so we all got focused on chronic illness and what medical care could do about it. Because it can't cure it, by definition, almost. You just have to maintain it. And then how? And so the analysis, which is really Paul's, was that people who are chronically ill start sinking down into poverty. And for all the obvious reasons. They can't work or they can't do whatever. And then people that are in poverty who are perfectly healthy start getting chronically ill because of the circumstances in which they live. The classic example would be someplace like Love Canal, where— The lowest income places in the United States are the Superfund sites, where you've got all these toxins. So there's this circular thing of illness leads to poverty and poverty leads to illness, and they keep reinforcing each other.

Lage: You had a couple, or more than a couple good papers on that.

22-00:04:10

Butler: So that one. And thanks to a wonderful reporter who's no longer alive, for the *San Francisco Examiner*, he actually ran this report on the front page of the *Sunday Examiner*. Well, that made us feel good but it had no effect. Basically, we weren't having an effect on health policy anywhere that I could figure.

Lage: In Sacramento or in Washington.

22-00:04:40

Butler: No. Because other forces were far to great. And we were also discovering—and we should've been smart enough to realize this—that we not only caused some uneasiness with the university lobbyists, which was a minor problem, we were causing a lot of uneasiness with staffers in the Congress and in Sacramento. Because their jobs depend on their boss taking advice from them, and if we're coming in with some different kind of advice or some advice or something else, we're a threat to them. And there was a guy, for example, in

the Senate Finance Committee in Washington who was just *horrible* about that.

Lage: Talk about turf problems.

22-00:05:30

Butler: Oh, yeah. Well, this guy, fortunately, got— But I went in there with a wonderful young woman that worked for us who's now in charge of health foundations, a consortium of health foundations all over the country, Lauren LeRoy. And she was in our Washington office at the time, working with the Congress, and this guy just treated her like dirt. And so I went in with her. And I'd kind of known the guy; he was in the Senate Finance Committee. And he was so rude. I almost went over his desk and grabbed him. I said—I didn't say it to him, I just said, "Lauren, let's get out of here." But the guy, he thought he was elected senator, because the staff guys, especially in the Senate, have *enormous* power and they begin to think they're the senators. So we were running into that kind of problem. But anyway, I guess the sum of it all is from 1972 to the early eighties, that whole period, I discovered that I enjoyed the teaching, I was okay at that, pretty good at that maybe; I was certainly not a researcher. Paul Newacheck could do everything he was doing without me. He was just adding my name to the papers, practically. And I'd failed on national health insurance and all this other— and I'd been amusing myself, I guess, by doing all this other stuff.

Lage: The Presidio and—

22-00:07:09

Butler: It was time to begin to get out of there. And by that time, thanks to Al Schreck and so on, I had been asked to be a trustee for a family that I was very close to, who needed an independent trustee, who'd gotten rid of banks as trustees and they needed an independent trustee. And I could do that with 20 percent of my time. And the kids were out of college by then and I could make a living doing that and a little bit at the institute. So then I started reducing my time at the institute, which caused them no problem at all [they laugh] because I wasn't doing that much. But I continued the teaching at Berkeley. By the way, an example with that teaching, we would take the students and take them to Sacramento and introduce them to all these legislators and lobbyists and stuff. And it was wonderful. We had a good time. And then when the class was all over— Oh, and then we had a competition in the class. The class was only twelve people. Imagine the luxury of three—

Lage: Three professors.

22-00:08:21

Butler: —professors and twelve people. So we'd choose up sides and we'd have a debate on national health insurance. And then we had, like the pro football draft, we would select the students. And whoever got the first choice took the best student they thought would make the best argument, and then you get the

next. So we rotated around and we had these teams of four students. And then we'd train our team. And then we'd launch this debate in the public health school, over national health insurance or whatever the issue was. And then we would arbitrarily allot to each other to defend a position. So I got the right-wing AMA position, I remember, one time, and had an outrageously good time trotting out all of the idiot arguments—

Lage: Which you'd heard.

22-00:09:13

Butler: —that the AMA had used [laughs] on me, to use on— And then when it was all over, Paul and Neal Halfon and I would go to the Sierra and go backpacking for three days. So we were having a great time. But the university shouldn't have been paying me to keep entertaining myself. So by that time, we were organizing the Ploughshares Fund, and then by 1982, I was starting to work on California Tomorrow. It wasn't called that then. So that was kind of the end of it.

Lage: You stayed until '87, according to your resume.

22-00:09:57

Butler: Well, I stayed because I was still teaching, but my participation had gone way down. All I was doing at the end was teaching.

Lage: Well, finish your thought; I have just a couple more.

22-00:10:07

Butler: Well, I was saying, then, thanks to Phil and others, we had a fellowship program. And it started when somebody called me up; his name was Bob Friedman. I said I didn't know a Bob Friedman, and my secretary said, "Well, he says to tell you he's Dan Koshland's grandson. So that's how that connection all started. He's still a great friend. This is 1974. He and I run the Butler-Koshland Fellowships together. He was twenty-four years old at the time. He'd been writing speeches for Jimmy Carter, when Carter was the governor of Georgia. Anyway, he was getting ready to go to Yale Law School. So he said he wanted to work with me, and I went to Phil and we created a fellowship program and that started it. And then the next year he was succeeded by Paul Ellwood's son, David. It's not like we were having a nationwide search for these things; I was getting them handed to me. And David Ellwood was a wonderful economics student from Harvard who was going to go back and get a PhD in economics and wanted to take a year off and work on health policy. And so he was trying to train me in economics and we were still working on the national health insurance book. It was still a bust. But he spent that year with us and then he went back to get his PhD in economics, and he's now the dean of the Kennedy School of Government at Harvard. So we had all these incredible young people.

Lage: And what funded those fellowships?

22-00:11:57

Butler: Phil would find money in our budget somewhere. It didn't take much money. I remember Bob Friedman was getting \$400 a month and we upped it to \$600.

Lage: What are the Butler-Koshland Fellowships?

22-00:12:11

Butler: Who?

Lage: You said something about you still work together on the Butler-Koshland Fellowships.

22-00:12:16

Butler: Well, for my seventy-fifth birthday, Al Schreck and Bob Friedman and a whole bunch of people got together and said they wanted to turn me into a philanthropist. And part of it was to raise the money for California Tomorrow because I was departing. So I told them I didn't know anything about what they were doing, but there was to be an event put on, and it was for my birthday, in the Presidio. And they raised—this is Schreck again—they raised \$800,000.

Lage: Oh, my goodness!

22-00:12:57

Butler: And they deposited it in a donor-advised fund at the San Francisco Foundation. About a quarter of that, over the next two or three years, I gave to California Tomorrow to ease the fact that I had gone out of there. But then Bob Friedman and Marty Krasney—who'd been on the board with me and is a great friend and had done the Presidio and all that—the three of us got together. And this fund, at my request, was called the Butler-Koshland Fund because of Dan Koshland. And Bob Friedman, of course, is his grandson. And if I drop dead and there's still money with the San Francisco Foundation, Bob Friedman and Marty Krasney decide what to do with the money. So then the question was what to do with \$5- or \$600,000. And I just one day said to Bob, "Why don't we do what you and I did together? Why don't we fund fellowships so that some young person can work with some senior person who's a civic leader of some kind?" So we started doing that and that's what we're doing now. We've had the first four of them and there are two more coming this year.

Lage: And what kind of work do they do?

22-00:14:20

Butler: Well, the first fellow is now informally known as the mayor of West Oakland, Marcel Diallo. Marcel was thirty years old, just a brilliant, extraordinary black guy who's trying to save West Oakland from being gentrified. He's created a whole complex of black ownership of houses down there. And he's been on the front page of the Sunday *Chronicle* and everything else. And Maurice Lim Miller, who I knew, who'd been on the Koshland committee at the foundation

and who'd been on the board of California Tomorrow, I had gone to Maurice and I said, "Do you think there is some young person that really could use your advice and help?" And he said, "Well, I know this guy Marcel Diallo, and I'll learn as much from him as he'll learn from me." So we gave 40,000 bucks to him. It's the first time Marcel got paid to do what he was doing. He was making his living as a rapper and as a— I don't know how he was making his living. But anyway, that gave him some money so he could get paid. And Maurice was his mentor. Except we never liked the name because you couldn't tell who was whose mentor. He was learning from Marcel.

And then the next one was with Laurie Olsen, who was running California Tomorrow, a woman who has ended up running the early childhood education in a junior college in the Sacramento area. And then the next two fellows, both women. One, Sandy Kajiyama, worked with Peggy Saika at the Asian Americans/Pacific Islanders in Philanthropy. And another one, Kate Brumage, worked at the Heyday Press in Berkeley with Malcolm Margolin. And those two women have now become the staff of the Butler-Koshland Fellowships, and they're now helping the next two people find their fellows and all of that. And the person that did it with me from the beginning, as a volunteer staff person, was Alan Watahara, who was on the board of California Tomorrow and had run the children's lobby and was one of the first fellows with California Tomorrow, and was this unbelievable friend and extraordinary person, who tragically died of cancer at age fifty-one. Almost the hardest thing I ever had to do was deliver a eulogy for him. But anyway, so we're going to have about two or three Butler-Koshland fellows a year. That's going on right now.

Lage: That's a great enterprise. And what a gift for your seventy-fifth birthday!

22-00:17:32

Butler: Well, it's so easy because you just find the civic leader that wants to have some young person work with him because they need the help. The next one's going to be Mary Hughes, who basically runs political campaigns, but has a whole independent project to get more women in politics. And Kate is helping her locate a fellow to work with her. So we find the civic leader and then—

Lage: You start with the civic leader.

22-00:18:06

Butler: Yeah. We first thought, well, we'll find the fellows and place them. I thought, that's an endless problem. That's like running a Rhodes Scholarship or something, or the White House Fellows that I'd been involved with. I said, "No, why don't we just find the civic leaders that are doing something interesting and would be a natural mentor for somebody, and then we'll help them find the right fellow." So Malcolm Margolin advertised and found this extraordinary person, Kate Brumage, who had a PhD in English from Chicago, but didn't want to be an English professor, thought there were more

important things to do. So she's now— I don't know how much you know about the Heyday Press, but it's an incredible organization.

Lage: I know, it really is. And how did you get involved with Malcolm? How did you find Malcolm? Or had you had an association?

22-00:19:00

Butler: Through friends. I just actually met him quite by accident, when we were walking around an exhibit at the Oakland Museum. But I'd heard about him and had written to him because we were writing a book on Ruth Chance, who had run Rosenberg Foundation, and I had written the introduction to the book and we needed a publisher. Somebody recommended Malcolm, but it didn't fit for him, but we'd corresponded. And my wife and I ran into him there. And by that time, friends of mine were on his board and it had become a nonprofit. It goes back to these Peace Corps— Mike McCone I knew from Peace Corps days. He's now the chairman of the board. Marty Krasney's on the board.

Lage: Of Heyday?

22-00:19:49

Butler: Of Heyday. So all these friends of mine have ended up on the board. And so I just went to Malcolm and said, "There needs to be another Malcolm Margolin somewhere. Can you clone yourself?" And so he got Kate, and now Kate's kind of his right-hand person.

Lage: Which is what he's been looking for, kind of a successor.

22-00:20:10

Butler: Well, yes. Nobody wants to label her his successor, but— And then now Bruce Kelley, who started California Tomorrow with me, is on the board with Malcolm. And Marty recruited him. And so we've got this whole bunch of people—Barbara Boucke, who we'd known from other places. That's a whole other subject. But Malcolm is just incredible. There is nobody else like Malcolm. So Kate and Sandy just met each other because they were both Koshland fellows. And I sent Sandy over to see how Kate was doing and they became great friends. So they've now appointed themselves as the volunteer staff of the Butler-Koshland Fellowships. And now they're doing the searches for new fellows for people, and writing a newsletter, and getting me to write letters to the donors and— It's wonderful.

Lage: Great, great. Well, this—

22-00:21:13

Butler: But anyway, by the early eighties and in there, it was clear that we weren't going to— that *I* wasn't going to have, in particular, any impact on national health policy. Or any health policy. And I wasn't sure if anybody was. National health insurance disappeared from the scene until—

Lage: Until recently.

22-00:21:36

Butler: —a few months ago.

Lage: Right.

22-00:21:40

Butler: So it was time to get out of there. And that leads to— well, there are actually three subjects. One, all during that period, for reasons that are kind of accidental, I'd become involved with foundation work all over the United States. And Sally Lilienthal had recruited me to come— She was going to start something on international stuff with Tom Layton. I told her to go get Tom Layton's help and she said, "Well, Tom Layton sent me to you." And I'd known Sally kind of from anti-Vietnam War stuff. So anyway, that led to Ploughshares and all of that.

Lage: I'm thinking we shouldn't start a new topic today. It's getting late. But you said that led to three things. So we have the foundation work, California Tomorrow—

22-00:22:39

Butler: Well, there's foundation work, California Tomorrow and Ploughshares.

Lage: And Ploughshares is a separate—

22-00:22:42

Butler: All of that foundation work started in the seventies and continues up through— By the time I was seventy-five years old, I just, well, I didn't think anybody should be on the board of a foundation over seventy. So I, after I guess almost twenty years, retired from the board of the Joyce Foundation in Chicago. The reason I was on the board is I was a friend of Chuck Daly, and they hired him in 1977 or '8 or something like that. And he was entitled to bring two people on the board that weren't from Chicago, and I was one of them.

Lage: And that's where you had some association with Obama, or—

22-00:23:36

Butler: Yeah. And that's when Debby Leff became the head of the foundation, and she recruited Barack Obama to be on the board. And so he was on. It was the last two or three years that I was there. So I quit that when I was seventy, and then I quit California Tomorrow when I was seventy-five. And I tried to quit Ploughshares, but there was a transition problem and the guy that was to succeed me, Roger Hale, had to finish up rebuilding the Walker Art Museum in Minneapolis. So I stayed another couple years to hold the place for him, and he is now running it and it's taken off.

Lage: Okay, so let's— You're telling about quitting all these places before we've really told about what you did on them. [they laugh] So maybe we'll hold this for next time.

22-00:24:32

Butler: Right, okay.

[End of Interview]

Interview 9: March 26, 2009

Begin Audiofile 23 03-26-2009.mp3

Lage: Okay. Here we are with Lew Butler, session nine. This is March 26, 2009. We've had a little bit of a hiatus here, but we're back on track. This is tape twenty-three. We had just one loose end I'd noted here that you'd wanted to talk about from the Nixon era.

23-00:00:28

Butler: Well, I think it was sort of an unknown and forgotten thing and one of the *enormously* important developments in the whole impeachment of Nixon and a great credit to Elliot Richardson. Turns out that Richardson got to the Justice Department—he'd gone from HEW to be the secretary of defense and then the attorney general. And everybody knows about the Saturday Night Massacre and how he left that because he refused to fire the special counsel.

But what happened before that—and I knew this from Dick Darman, who'd been my special assistant and who had gone with Elliot Richardson to all these places; and Dick was the special assistant to Richardson at that point—when they arrived in the Justice Department with Bill Ruckelshaus and the rest of their group, it turned out that the US attorneys in Baltimore had the goods on Spiro Agnew, that he had been involved in graft and bribes going back to when he was governor, maybe even before that. But anyway, Agnew had actually taken money, if you can believe it, in I think brown envelopes, even when he was vice president. And as they said at the time, it was relatively small amounts of money. It wasn't hundreds of thousands of dollars, it was a few thousand bucks here and there, in cash. And he'd gotten in that habit, apparently, and had carried on with the habit as he was vice president of the United States. I'm not sure how much of it related to the time he was vice president, but it certainly related to when he was in Baltimore, not the cleanest political place in the world.

But anyway, the US attorneys had the goods on him. And they were bringing a case and it was starting to reach the press. And Richardson was faced with this kind of double whammy. He had two officers, the president and the vice president of the United States, both in big legal trouble. And when they were going after Agnew, he said, "You can't prosecute me. You've got to impeach me and get me out of office before you can prosecute me." That's what his lawyers were saying. None of this was hitting the newspapers. And so the question for Richardson was, what do I do? I can't have the special counsel examining the Watergate with the president and a trial going on and a big ruckus with Agnew at the same time. What happens if they're *both* out?

Lage: Simultaneously. [laughs]

23-00:03:29

Butler:

Yeah. So it turned out that Agnew's big concern was he didn't want to go to jail. He knew they had the goods on him. And so Richardson made a deal with him. Which is, we'll let you plead guilty, not claim that you have to be impeached. We'll let you plead guilty, resign, and the deal will be with the court that you won't have any jail time. Well, the young prosecutors that had been after Agnew were just furious. They wanted to see the guy behind bars. And Richardson had to persuade these US attorneys and other prosecutors that there were some things more important than putting Spiro Agnew behind bars, and that was the constitutional crisis in the United States. Because it was clear that the president might himself get impeached at that point.

Lage:

So I, somehow in my memory, had the Agnew thing occurring somewhat earlier.

23-00:04:29

Butler:

Well, it did. But Watergate was still going on. The beginning of hearings and the— The impeachment hadn't started. So Richardson finally persuaded the prosecutors that they'd have to back off. They let Agnew basically cop a plea in exchange for no jail time, and Agnew resigned. And then Nixon— I forget the details, but he basically made it clear that he'd like Gerry Ford as his vice president, thinking that nobody would ever impeach him because Ford just wasn't of the caliber to be president, and that was Nixon's insurance policy against impeachment. So Ford is nominated and becomes vice president of the US, and everybody knows the rest of the story. In '74, Ford becomes president. But none of that would've been possible if Richardson hadn't made the deal to get Spiro Agnew to resign. So it was a great act of statesmanship, for which I think he's never got credit. Because he had to conceal, basically, the deal because if it had come to the surface people would've been saying, well, that was a lousy deal. You had Agnew cold. He should've gone to jail. And the last thing Richardson wanted to do was have Agnew resist the whole process and say, you've got to impeach me before you can prosecute me.

Lage:

So that's interesting. It's also interesting that it didn't come to light.

23-00:06:09

Butler:

Well, I think it didn't come to light because Richardson and the rest of them didn't *want* it to come to light. They just wanted Agnew to quietly resign. And there was enough kind of agitation about Agnew not doing jail time. And I think Richardson was accused of going soft on the vice president. But what people didn't understand is that the vice president was saying, "You can't prosecute me; you've got to impeach me first."

Lage:

That would've really tied up Congress.

23-00:06:39

Butler: Well, imagine. Two impeachments going simultaneously, the president and the vice president of the United States. So that was the end of the Agnew story.

Lage: And the Nixon story—

23-00:06:50

Butler: And the Nixon story, about a year later.

Lage: —as far as our interview here. Okay, well, today we want to concentrate on California Tomorrow, which to me, seems like one of your major, major accomplishments. And let's start with how the idea germinated, how it got going.

23-00:07:12

Butler: Well, first I've got to say that one, it was, I think, certainly—maybe because it came later in my life—it was the centerpiece of everything I wanted to do. At the same time, a lot of the things that we hoped to accomplish, we didn't. And so there's some pride and some pain involved in all of this, most of it related to the fact, I think, that I just tried to do too much with the politics, and the public climate was not— And also, frankly, I had a lot of ideas but the organizational structure to support them was always too weak. The usual problems, money and so on. Looking back on it all, the great thing about it were the people involved, that have gone on to do wonderful stuff. But anyway, the origin was that with the family, I'd taken four months off from UC and we'd gone down to Mexico and lived in Oaxaca. And our fourteen-year-old daughter fell in love with Mexico. My wife had lived in Mexico City for a summer, but it was my first encounter, really, with spending any great time in Mexico. And I think that probably led to a realization that the Hispanic/Latino population of California was growing. But anyway, I was down there writing stuff and doing things.

Lage: Now, you say “writing stuff.”

23-00:09:10

Butler: Well, I was kind of mulling over what was going on in the world and trying to—

Lage: You were still at the Institute for Health Policy.

23-00:09:17

Butler: Yeah, but I was on leave. Someone said, “Well, how did you get leave?” I said, “It's pretty easy. They just didn't send me a pay check for four months.” [Lage laughs] So I was kind of down there with an electric typewriter, in a lovely place in Oaxaca that had no telephone.

Lage: And were you kind of thinking of a new direction for yourself?

23-00:09:38

Butler:

Well, yeah. I was writing up stuff that I'd been interested in about what was going on in the world and thinking that most of the stuff I'd been working on was kind of important—HEW and all of that—but there were more fundamental things that were going on, and I was trying to figure out what those were. But it didn't really focus on ethnicity or race or that so much at that time; I was just kind of mulling around. I got home, and I now find that I was writing stuff to people. I had been on the Haas Foundation, Haas Junior, Wally Haas's foundation, and I had gotten together with Bob Haas when I got back to San Francisco. He later became president of Levi Strauss. I found a letter that I wrote to Bob saying—this is 1981, I think—that I think that we may find out that the cultural diversity of California is a plus, not a problem. Because people were talking about, what do we do with all these Mexican Americans and other Latinos and so on.

And I had, from being in Malaysia—Malaysia was a multiracial society, multicultural. And it didn't work that well and it hasn't worked that well to this day. They had a kind of a split of work. The Malays ran the government and the Chinese ran the economy, and the Indians, the Tamils, were the labor force. And then there were Indian intellectuals and professionals, like generals and doctors. But anyway, despite all of the brave claims, Malaysia was a Malay nation. And the Chinese either accepted that, that they'd never have any real political power, or they left. A lot of them left that I knew. But since the Chinese were making so much money— And they'd get a Malay partner that was just a figurehead, and they'd prop him up and that would give them political cover, and then they'd pay the guy for doing nothing, and then they'd make a good living. But it was not a healthy situation. And it isn't, to this day. The right-wing Malays control the government and it's a mess. They throw people in jail in Malaysia. When your deputy prime minister gets thrown in jail on trumped up charges because he's too moderate—

Anyway, given all that background, I had some sense that if you've got a multiracial country, you better work very hard on making it work. So one thing led to another and finally, after the 1982 election, George Deukmejian got elected governor and I thought two things about that. One, California, by that time, was not only the biggest state in the union, but you had Silicon Valley. California was just much more important. And I'd this experience of being on the board of the Joyce Foundation— of the— Well, I was on the Joyce Foundation in Chicago, but also the Whitney Foundation in New York. And I discovered that everybody else in the Whitney Foundation was a New Yorker, including Jock [John Hay] Whitney. And to them, California was just this mystery land. And Ronald Reagan was this— How does somebody like Ronald Reagan get elected president? All of that kind of stuff. And Jock Whitney just literally— And he had come to California in the heyday of Hollywood, in the thirties, and was the backer of *Gone With the Wind*. But he wouldn't touch California. It was just this—

Lage: In terms of funding.

23-00:13:49

Butler: Well, no, we were funding things. No, but just personally. He didn't want to come here. And the rest of them didn't want to come here. They were New Yorkers. And New York had been the center of the world forever. And suddenly this upstart state has more people than New York and it's got Silicon Valley and it's got Ronald Reagan. All of this *stuff* is going on. And it's scary. So part of that led me to think about California. Where's it going? What's it doing? And my conclusion then—and it's certainly still my conclusion—is that California, with this incredibly vibrant economy, had just a *terrible* government. People didn't pay attention to government. Even the television stations that had previously had bureaus in Sacramento had pulled out. Well, that's, what, 1982? That's now twenty-seven years ago, and we've just seen what California government's gone through with the budget crisis and all of that.

Lage: And less coverage. Even less media coverage.

23-00:14:59

Butler: Oh, yeah. And so I was all kind of riled up about California. And I guess by this time, I had realized that for better or for worse—I never said this to myself, but I think looking back on it—that basically, I was a Californian. I'd been other places and I'd finished in Washington. It never occurred to me to stay in Washington. Now 80 percent of the congressmen or something stay there and become lobbyists or whatever they do. Or you go to some think tank or you do whatever. But it never even dawned on me to stay there. So I realized that I was a Californian. I don't think I ever said that to myself, but everything I did was in that direction. And so I'm looking at the state government, I'm looking, and I'm starting to think about what's going on in the state. So just about that time, after Deukmejian got elected and I'm thinking, he's not a bad guy but he's just incapable of being a good governor. Just a *very* limited person.

Lage: Did you know him?

23-00:16:14

Butler: No, I knew about him and friends of mine worked with him. And by this time, I was getting increasingly disenchanted with Republican politics, too. So I was sitting literally in this room, in November of 1982, after the election, with Tom Layton, a great friend who ran the Gerbode Foundation, still runs the Gerbode Foundation. And we're kind of talking about California and I'm moaning and groaning about, why can't we get this place going and get the government to be as good as the economy? And finally Tom says, "I'm tired of this discussion. I'm giving you \$5,000." And I said, "To do what?" And he said, "I don't know, you figure it out." So he went home and he allocated— He actually, I thought at the time, wrote a letter to himself; but it turned out I found that I actually— He called me up and he said, "You've got to write me

a letter asking for the \$5,000. And where does it go?” And I was at UC San Francisco, so I said, “Well, it goes to the regents of the University of California.” “To do what?” Still, do something about California. So I get the \$5,000.

Lage: Through the regents. So it’s connected to the Institute for Health Policy.

23-00:17:35

Butler: Yeah, it comes to the regents because it goes to the budget of the Institute for Health Policy, which means that I can direct how it’s spent. And Phil Lee, my partner, thinks, fine. No problem. [they laugh] So then— That was November. But December, right after Christmas, I’d run into this family that are very good friends, the Kelleys, in Palo Alto. I’ve known Ry Kelley since I was fifteen years old. And I’ve known their children, and Bruce Kelley, I’d known since he was— I’d spent a lot of time with him in Fall River, when he was ten years old, exactly the age of my son. And I run into Bruce, and Bruce is unemployed. He was a newspaperman. He’d quit to work on McCloskey’s 1982 campaign against Pete Wilson in the Republican primary for the Senate. McCloskey carried Northern California, but lost Southern California. Pete Wilson becomes the nominee, and he easily beats Jerry Brown in the election because Jerry Brown, at that point, had been known as Governor Moonbeam and nobody takes Jerry Brown seriously. So McCloskey is back being a lawyer and Bruce Kelley’s out of a job. Bruce is, what? Twenty-six or –seven years old—

Lage: Oh, a pretty young fellow.

23-00:19:12

Butler: —at the time. And so I said, “Bruce, I’ve got this \$5,000. I’ve got to figure out something about California. Do you want to spend two or three months with me and we’ll go around the state talking to people and trying to figure out what’s going on and what are we going to do and so on?” And he said sure. So I’m going pay him \$2,000 a month for two and a half months of work, with Tom Layton’s \$5,000. The end of the story is that seven years later, Bruce leaves. [laughs]

Lage: Leaves California Tomorrow.

23-00:19:49

Butler: He leaves California Tomorrow to run a magazine in Los Angeles and go to *Sunset* magazine, then go to *Health Magazine*, and now he’s the editor of *San Francisco* magazine. And a great, great friend, as close to a son as anybody except my own son. And at that point, then, I sat down to write a paper. And the title of the paper was “The Eighth Nation,” that California was the eighth nation in the world in gross domestic product and people had to take it seriously. And we all had to take it seriously. And among all of the things about the eighth nation—it was in the paper, but it was mostly about politics and government—was that—

Lage: And was this after you took the trip with Bruce?

23-00:20:41

Butler: No, this was the basis for the trip. We were going to go out and inspect the eighth nation. And there was a background paper, basically, to talk about what we might do. And a piece of the paper was that California was increasingly a multiracial society. So if we did anything, it ought to include people from other groups. But mostly, it was about government and politics. And we were going to fix up campaign financing, or we were going to fix up press coverage in Sacramento, or— you know. So we're going around. And fortunately, I had known Alan Post from other times. I forget why. And Alan was sort of California's most distinguished government citizen, having been basically the guts of the state government for years, as the legislative analyst.

Lage: Was he still in that position at the time?

23-00:21:43

Butler: No, he was retired by then. And so we would go up and see people like Alan and talk about what was going on.

Lage: But still focused on politics and government.

23-00:21:55

Butler: And then I raised money from friends and had meetings and all this kind of stuff, for about a year. I was still at UC at that point. And so we went up and down various blind alleys. Got all involved in campaign finance reform, and then there was a group doing that, and we participated with them. They actually passed, in 1982, the campaign finance reform law, but it didn't get as many votes as the law put in to basically counteract it. I forget the details. But anyway, campaign finance didn't go very far. So we're stirring around doing that. And the best part was that I start meeting a whole bunch of people that I didn't know. And a key to the whole thing was Hugo Morales.

I met Hugo through Kirke Wilson and the Rosenberg Foundation that I had served on the board of. They were supporting Hugo in Fresno, where he was running a bilingual radio station. Bruce had heard about Hugo and I was away. Bruce had met him and he said, "You've got to meet Hugo." And by that time, I'd recruited a couple of friends. We were actually going to get a new corporation and get a tax exemption and all of that, and it was to be called the Eighth Nation. And later, we changed the name to the Campaign for California. And so I had potential board members, and one was Neal Halfon, who I was working with at UC. A young doctor, very interested in government and politics. Bruce had encouraged me. He said, "If you're going to get into this, you better have not just a whole bunch of people, but one old friend." So I recruited Dick Reinhardt, who was a writer and we'd been great friends since we were eighteen, nineteen years old in World War II in the navy at Oregon State. And he'd written for the *Chronicle* and for California Tomorrow. The old California Tomorrow.

So I'd done that. And then the key was we'd better have somebody that wasn't a white male. So in comes Hugo. And it was in this house. Hugo drove up from Fresno, at Bruce's suggestion, and sat down with us. And I don't remember the details, but I just remember thinking that this guy is just too good to be true. And it turned out I was right. Hugo had come here as an eight-year-old. Born in Oaxaca, is regarded as a Latino, but really is a Mixtec Indian, purebred Mixtec Indian from the mountains of Oaxaca. And his father had been a farmworker, illegal, and had gotten papers after years and years, and would go back to Mexico, where his family was, and make babies [chuckles] and then come back here. And finally he brought the babies up here. And Hugo was eight years old, didn't speak a word of English, and went to Healdsburg High School. By the time he finished, he was the best student they had in Healdsburg High School. And so they all looked around for a place where Hugo— Nobody in his family, I don't think, had finished high school at that point, much less gone to college. But his parents, who I knew well after that, who were *extraordinary* people— So they got together and they all decided Hugo would go to Harvard. And so Hugo goes to Harvard. He doesn't know where Harvard *is*, practically, but they—

Lage: He must've had *some* counseling at high school or—

23-00:26:03

Butler: Well, he did. The high school just saw, we've got this *gem* here. So he goes to Harvard. One of the jokes was, he gets to Harvard and of course, it's cold; it's November in Boston and he's cold as hell. And the story is that there's an Eskimo, an Inuit Indian at Harvard, and they all look at Hugo and they said, "Oh, you're the Eskimo." [they laugh] Well, Hugo's not only not the Eskimo, he's freezing to death. But he goes to Harvard and he goes to Harvard Law School. And comes back and starts out as a lawyer but says, "Lawyers don't do that much. I want to do something for my people." And they're farmworkers. And so he goes to the most redneck place he can find, which is Fresno, and starts a community-based bilingual radio station.

Lage: Wow.

23-00:26:57

Butler: And that's what he's doing when I meet him, and it's been a success. He got the first funding from the Rosenberg Foundation and then National Public Radio and so on. So anyway, that's Hugo.

Lage: So was he eager to join your undertaking?

23-00:27:13

Butler: So I ask him, will he be a part of California—well, it wasn't California Tomorrow then, it was the Eighth Nation or the Campaign for California—which by that time, I think we'd dumped this stupid name, the Eighth Nation. My daughter-in-law had said to me, "That's great." She's from Maine. She said, "I'm going to start an organization called the 252nd Nation." [they laugh]

That's Maine. But by that time, I was really realizing that the Eighth Nation name was just lousy. It was presumptuous, arrogant, whatever. Also it sounded like we were trying to secede [laughs] from the United States. So I think we were the Campaign for California at the time.

So Hugo says yes, he'll help. And he'll join the board. And it was very interesting. At the meeting—I remember it very well because Bruce had had long talks with Hugo before I ever met him. When Hugo was sort of stumbling for a few words, Bruce said, "What Hugo wants you to know, Lew, is that two years ago, or maybe even a year ago, he wouldn't have touched you with a ten-foot pole. [laughs] He said you were the enemy. But he's figured out that if he's going to do what he wants to do, he'd better go find people that are white Anglos that have some sympathy for Latinos in California." Well, that's it. Hugo became the vice chair of what was later California Tomorrow, and to this day is the vice chair and is one of the closest friends I have in the world.

Lage: He came to trust you.

23-00:29:03

Butler: Well, yes. But Hugo's such a trusting person. There was never any wariness. And when he got married—I have a phony license as a minister—I was the minister in his wedding. [Lage laughs] I know his family, I've visited with relatives in Oaxaca. It goes on and on and on. And Hugo later, by the way, gets a MacArthur genius award, and he ends up on the boards of foundations all over California. Was voted the outstanding graduate of his Harvard class. He's gotten every honor that you could get. And he runs now the largest Latino radio network in the United States, and their broadcasts go all over the United States and go to Mexico and come back from Mexico. They have, of course, one in Mexico. It's a *huge* enterprise. And as I say, he's gotten every award. I think he's starting to quit the boards of things because everybody wanted Hugo. So he's on the board of the Rosenberg Foundation, the San Francisco Foundation, the California Endowment—on and on and on. But I'm lucky; I meet Hugo before any of this happens. And he also saved me from making the biggest mistake of my life with California Tomorrow, later. But anyway—

Lage: Well, let's not forget that topic later. I would like you to tell how he might have shaped the enterprise. Were there others like him? Did you get other—

23-00:30:52

Butler: Well, because we had Hugo, then we could start recruiting other people, and he was helpful in that. And to jump ahead, probably the biggest early success we had was putting together a board of directors. By this time, I realized that we might have trouble getting a tax exemption because it looked like we were doing political stuff. And we'd eventually get it, but it might be held up for a year or two. And I was looking around, [thinking] what will I do about this

problem?, when I realized that California Tomorrow still is in existence as a tax exempt entity, but it's gone dormant. I had talked to the last sort of survivors of California Tomorrow, and I'd been involved with California Tomorrow with the Planning and Conservation League. So I went to Alf Heller, who had started California Tomorrow, and Bill Roth, who was a friend, and he had taken over California Tomorrow from Alf Heller, and I think he was still on the board; I forget. But anyway, I said, "Alf, will you give me the organization and the tax exemption and so on?" And the answer was yes. They were putting out one final book, a summary of all the stuff they'd done. His brother was still on the board, and his son-in-law Jerry Tone. And so I took California Tomorrow.

Lage: And did they want to know what you were going to do with it? And how did they feel about it?

23-00:32:24

Butler: [over Lage] Well, I told him in general, and he said fine. It was totally different than the original California Tomorrow.

Lage: Which was a planning, environmental organization.

23-00:32:31

Butler: [over Lage] Yeah. Which, by the way, just had a lot of recent press in the California Historical Society. But anyway, they were friends and they trusted that I wouldn't screw it up, I guess. I actually, at the time, thought maybe I should change the name because I thought Alf would worry that California Tomorrow would be doing things that he didn't approve of, under the name that he'd come up with. And when I did that he said, "No, I gave you the name and I want California Tomorrow to continue under that name. And if you screw up I'll tell you, but I want the name carried on." So I not only carried on, I got Jerry Tone, who's still a great, great friend—his son-in-law—as part of the deal. And then we had Hugo—

Lage: And then he joined the board, Jerry Tone?

23-00:33:19

Butler: Yeah. Well, he was *on* the board.

Lage: Oh, I see. Right.

23-00:33:24

Butler: He was *on* the board. And so the other two board members resigned, Alf and his brother Clary, and we appointed board members. And we had an instant tax exemption and an instant name and an instant organization. And Bill Roth agreed— Because by this time I'd realized we needed some credibility. And Bill had run for governor and had been a regent of the University of California. And he and I had been involved in the Ploughshares Fund and with the Rosenberg Foundation together. I really like Bill. And so he agreed to be

the chair of an advisory board. Now, the advisory board wasn't to give any advice, it was to decorate a letterhead so we'd be taken seriously. And later we just kept adding names to that letterhead. So it was Alan Post and Cruz Reynoso and all of that. And their only obligation was to answer the phone if I called, if I needed advice. But they never convened as a group or anything.

So then we went looking to build a board. And Bruce and I and Hugo would travel around the state. And looking back on it, it's just kind of wonderful because we'd go talk to people—I remember we talked to one person in Los Angeles; I don't remember who it was. And that person said, "Lookit, you can't built a multiracial board. I've seen too many efforts at that. The board will just fragment and fracture and blow up." And I remember afterwards I said, "Well, thanks for the advice." And I remember talking to Bruce. And Bruce and I, we were just traveling *everywhere* together. And I said, "Bruce, if we can't build a board of twelve people that's multiracial, how in the hell is California [laughs] going to build a state of," at that time, "25-million people?" So I said, "We can't give up on that idea."

Well, we'd go and we'd get names from people; we'd get a name from them, and then we'd get more names. And suddenly people just started popping up. One of the first ones was Antonia Hernandez. And Antonia was with MALDEF [Mexican American Legal Defense and Educational Fund] and had been their lobbyist in Washington, and then had come home. And we got that name from a friend of mine, Susan Prager, who was the dean of the UCLA law school. And she'd been a great friend of Sheana's sister at Stanford. So we'd go to people like that. And she'd say, "Oh, Antonia Hernandez is wonderful. She was a law student here at UCLA." So we'd go to talk to Antonia and then we talked to somebody else. So by that time, we were—I'm getting ahead of the story, but anyway, we had some fellows. And a woman named Delia Flores, who was from Wilmington, was a fellow.

Lage: So you were really starting your program as you were building this board.

23-00:36:32

Butler: Yeah, we were— When we got our first money, we didn't have an office and we didn't have a board. But we had a program. [laughs] But anyway, we started this fellowship program and Delia was there. And so she and Bruce and I together would go around and meet all these people. And finally, I remember we got in a bar drinking Corona beer and went down the list of everybody we'd met and voted on who we'd ask to be on the board. It was Antonia Hernandez, who is now the head of the Community Foundation—later was the head of MALDEF and now is the head of the Community Foundation in LA, and one of the great leaders in this state; Robin Kramer, who was running the Coro Foundation at the time and later did a whole bunch of other stuff, and is the vice mayor of Los Angeles now. Not elected, but she's chief of staff or whatever her current title is. She'd done that before, under a previous mayor. And they kind of came in sequence. We met a

woman named Carol Council, who was fighting for women's rights in San Diego. So anyway, we put together this board. And a guy named Tracy Westen, and Tracy has just ended up being a fabulous citizen. Still runs all the programs at the Annenberg Center. And so they all agreed to join the board. And as time went on, we became great, great friends.

Lage: Did you include African Americans, Asian Americans on this board?

23-00:38:20

Butler: Initially, we had no Asian American. But within a few years, Stewart Kwoh joined the board. And Stewart was Mr. Asian Los Angeles. Later, along with Hugo, got a MacArthur genius grant and was running Asian Pacif— Whatever the Asian center is in LA. We'd have our board meetings in, actually, Stewart's offices there. But he came a little bit later. And at that point, we had no black board members. And later on, within five or six years, we not only had a black board member, we had a black president. But when it started, there were more Latinos than anybody else. And then we had the fellows.

Lage: Tell me about how you were devising a program and how did the idea for fellows come about?

23-00:39:32

Butler: [over Lage] While this is going on, we're devising the program, and somewhere along the line, it becomes clear that my ideas about reforming California politics are bunk. That that's not to be the focus.

Lage: Did this come to your mind, or did other people tell you this?

23-00:39:54

Butler: Well, no, it came to Bruce's and my mind. And I remember that for the whole first year, we're going through the agonies of trying to figure out what it is we really want to do. And we're going up one alley after another. There was always this multiracial, multiethnic background to it; but that wasn't the focus. The focus would be campaign finance, all of that. And eventually—and I think it took about the first year and a half or two years—we sort of migrated. It wasn't like some day we just said hurray. We just realized that the background issue that we were saying everything we did had to be multiethnic, multiracial, that that was really the point. How do you make a multiracial, multiethnic society work? And how do you honor cultural diversity and all of that? And of course, eventually, that came to focus on the schools, because of Laurie Olsen. So we sort of migrated from politics to the—

Lage: To culture, in a way.

23-00:41:03

Butler:

To culture, and to basically saying, the real issue is how does California work as a multiracial society? And one of the things that had made the biggest difference was that we were starting to get census projections. And the first ones were that by 2010, whites would be a minority in California. And the next one was that by 2000, whites would be a minority. So we started out with just facts, telling people, “Get ready. Because the word minority will have no meaning. Everybody will be a minority.” So we started talking about getting rid of the word minority.

Lage:

And when you say, “We started talking about it,” where did you start talking about it?

23-00:41:52

Butler:

Well, among ourselves; but then as time went on, because Bruce was a writer, we created a magazine. And so we had the *California Tomorrow* magazine. And Bruce started it with a fellow. I should go back and explain.

Lage:

The fellows.

23-00:42:10

Butler:

The fellows. And my great friend Paul Newacheck was helping me. He was my research partner and special assistant or whatever you call it, at UC. And a great, great friend. And I would go to Paul for advice about everything. He’s the best researcher I’ve ever known. And he, of course, went on to get every award you can get for basically doing research on kids in the United States, and their health. So I would lean on Paul. And I remember we were trotting down one weekend to my family home in Santa Cruz. And we’re sitting there talking about all of this, and it became clear, one, that this multiracial thing was the guts of it. But second, how were we going to staff and *do* all these things? And that’s where the Peace Corps came back. And I said, “Well, I want to start my own Peace Corps. And we’ll get young people and they’ll be fellows. And even if we screw up what they’re doing, we’ll expose them and they’ll have an opportunity to do good things, and it’ll be cheap labor, but we won’t be exploiting the labor, we’ll be helping the labor. So we were going to have a fellowship program. And at that point, then, I’d raised money in little pieces.

Lage:

Mention a few places where you raised money. Rosenberg?

23-00:43:46

Butler:

Well, from friends. Not from Rosenberg. First there’s Tom Layton, then there’s friends, then there’s van Löben Sels Foundation, run by Claude Hogan, who I’d once practiced law with and who had supported what I was doing before I went to Washington. All these people were— I think they’d kind of go, “Oh, boy, here comes Lew again.” [Lage laughs] But I’d get enough small amounts of money. And we didn’t have any—

Lage: Did the Haas Foundation kick in?

23-00:44:24

Butler: Pardon me?

Lage: The Haas Foundation, people like that?

23-00:44:26

Butler: No, no. No, that was later. We didn't have a lot of expense. All I had to do was pay Bruce 2,000 bucks a month. We paid Paul a little bit because he was helping us with stuff, and a few other things. We had no office. The board members paid their own way to get here, I think. I forget. But by the time we came up with the fellowship idea, then I remember we're still headquartered— Bruce is with me at UC San Francisco. He's still in the shelter of—

Lage: You're paying him out of UC?

23-00:45:04

Butler: Yeah. And I'm raising the money so we can put him in the budget of UC, of the Institute for Health Policy. But at that point I said to Bruce, "We've got to go get some big money." And I said, "My experience is it's easier to get a lot of money than a little money." And so we decided that we would ask—Ken Cuthbertson was running the Irvine Foundation and I knew him and I'd talked to him about all this and I was kind of warming him up for this. And I remember saying to Bruce, I said, "We just better ask him for half a million dollars, because we have as good a chance as getting a half a million bucks as we do for getting \$50,000." Because at that point, we really didn't have a board. We had these friends, but we hadn't really put the board together. Or barely. I guess I had Dick Reinhardt and Jerry Tone and Hugo. That was it. And we didn't have an office and we didn't have a program, but we had an idea.

Lage: You had the idea, and the idea of the fellows.

23-00:46:19

Butler: That was the fellows. And I said, "We've got to get close to \$500,000." But it's sort of like buying a car for— [laughs]

Lage: [laughs] \$495?

23-00:46:33

Butler: For \$495?. So we got to \$484,000 and submitted the— And Bruce and I wrote the grant application and submitted it.

Lage: And was it through the regents?

23-00:46:47

Butler:

No, it was to go. By that time, I'd acquired the tax exemption of California Tomorrow, and so it was to fund our fellowship program. The fellows were going to do all this wonderful work, and we were going to make California successful as a multiracial, multiethnic society. Well, Ken Cuthbertson, who I had known because he'd been at Stanford and I'd known through the Kelley family and other— Just one of the nicest men in the world. And there's no way now that anybody would've given us a grant like that. But Irvine was now just getting started; it had been kind of a minor foundation and then had a big lawsuit and got all this money. And so he wouldn't say no. So finally, it went to their board. And why they ever voted it, I have no idea. But I think it was basically because Ken Cuthbertson said, "This is a good idea and Lew's a good guy." But he came back and he said, "Okay," he said, "We've approved it, but everybody's wondering, when are you going to have an office? When are you going to have a real board? When are you going to have a program? So we're only giving you a third of the money to see what you'll do at the start." But that was 130,000 bucks.

Lage:

[laughs] Right.

23-00:48:23

Butler:

"And the condition that the board has agreed on, is that you will spend half time on this. You won't just be a board chairman, you'll be running the thing." Well, by that time, my kids, the two older kids had both graduated from Stanford, and so I didn't have to pay tuition there; and our son was in architecture school, but there was some money to pay his tuition for that; and our daughter was younger, so I could afford it. I couldn't *really* afford it, but I could squeak by. So I agreed, okay, I would spend half my time. And I figured it would be easier to raise money if I wasn't paying myself, so I became the unpaid president of California Tomorrow.

Lage:

Now, were you still with the Institute for Health Policy?

Butler:

Well, I was still at UC San Francisco. But I cut back on my time there to, I think, one-third time and juggled everything. But basically, over a period of time, I realized that I had to either do this or not do it. And getting the money forced me to do it. So then Bruce and I went to start the program. And we had Hugo by that time and so we started looking for fellows. And I had a volunteer, a great friend, Gretchen Schmidt, who I had done stuff with in Washington, who was a neighbor and all that. And Gretchen volunteered to run an office for us. And by that time, Ploughshares was down at Fort Mason. And so we moved down to a tiny, little room in Fort Mason that Ploughshares had been in because they'd moved to a larger room. And then they had to clean up the asbestos, so I remember we moved to one of the piers at Fort Mason. And they hadn't fixed the roof, so we literally had umbrellas over the typewriters because when it rained— And it rained *all* that November of

1983. So much so that Delia had to go back to LA. She couldn't stand the rain.

So we went through all of this stuff. But by early '84, we had the board and we had two fellows. The first one was a Latina from Stanford Law School, who unfortunately got ill. And I gave her a job to do. I think it was just the mental stress. We were going to solve the world's dropout problem in California. And I had her doing research—her name was Victoria—on dropouts, and she really had a collapse. And so then we had to deal with that, which was difficult. And now she's married and very successful and just fine. Delia was helping us. She had another impossible job.

Lage: Was she a fellow, Delia?

23-00:51:44

Butler: She was a fellow. She was the second fellow. Delia had come from Wilmington High School. Was a world class volleyball player, but also a terrific student. Her father worked in the docks as a stevedore in the harbor in LA. Some counselor had sent Delia. She'd gone to Harvard and then had gone to law school, I think at UCLA. But Delia kind of burned out practicing law. So she was not only doing research, she was kind of becoming Bruce's special assistant. And we were living with her family. It was a cheap place to stay in LA. So it was all kind of by hook or by crook.

But anyway, by early '84, we finally had a real office. Sally Lilienthal had commandeered an old art gallery at Fort Mason. And it was too big for Ploughshares so we agreed, since I was the chairman of Ploughshares, that I would go there. California Tomorrow would take half the office space, Ploughshares would take the other half, we'd have a common conference room—our son the architect designed the whole thing for us—and we were in business. And the rent was very cheap. And so by March of '84, we convened our first real board meeting. And it was very exciting because we had all these terrific people *and* an office *and* fellows.

And then just about that time, one of the great things that had ever happened in my life is that Alan Watahara showed up. And Alan was recommended by a friend at Berkeley. Gene Lee, I think, knew him. By the way, somewhere along the line, one of the rejected ideas was that we were going to have a three-part strategy for what became California Tomorrow. There was actually going to be a research institute as part of the Institute of Governmental Studies at Berkeley. And it was to be named the Haas-Koshland Institute, long before the Haas School of Business. But dealing with the university, I suddenly realized that this was just— And Gene was a friend; he's the one that had gotten me the job at Boalt when I needed work.

Lage: Re-entering.

23-00:54:26

Butler: But it just wasn't going to work.

Lage: Too confining?

23-00:54:31

Butler: Well, just dealing with the university, all the bureaucracy. And I realize the university basically doesn't—I should've known this from the UCSF experience. The university just didn't want to mess around in issues of what the government does everyday, and campaign finance. They don't want to touch that because they're *funded* by the state. Why should they get in trouble with the state? [laughs] So anyway, that idea had gone out and two or three others, I forget, that were bad. But by this time, we finally had the fellows aboard and so on. So we started in 1984.

Lage: And where does Alan Watahara fit in?

23-00:55:11

Butler: Well, Alan Watahara, we interview—

Lage: As a fellow?

23-00:55:17

Butler: —to be a fellow. But Alan is doing work on a subject that was not something we were really that interested in, which was children, basically— Oh, what do you call it? Children who were farmed out to some other family. You know.

Lage: Foster children?

23-00:55:43

Butler: Yeah, foster children. Amazing how I lose words. So he's doing research for a PhD, actually—he's already got a law degree—on foster children. Well, that wasn't central to what we were thinking about. But Alan was fabulous. And it was clear that foster children, in huge disproportion, were black. So we're trying to persuade Alan to be a fellow. Well, Alan says, "Gee, I can't give full-time to it because I've got to do this and do that." And Alan was—

Lage: He's got to get his PhD.

23-00:56:21

Butler: Well, get a PhD. And it was clear that Alan was very wary. Here's these two white guys, Bruce and myself. And yeah, they've got this board, but what's going on?

Lage: Uh-huh. And what was his ethnicity?

23-00:56:39

Butler: Alan? Japanese American. Born in Sacramento. And so finally I said to Bruce— The fellow stipend was \$1,000 a month. And I said to Bruce, "Send

Alan a check for \$500 and we'll see if he shows up." Well, Alan showed up. And the rest of the story just goes on and on and on. Alan became the best fellow you could imagine. We still were only paying him \$500. He actually was sleeping— he'd bring a sleeping bag and sleep in the offices, because I'd see his old Volkswagen parked down there on Sundays and I'd know that Alan had been there all Saturday night working on his doctoral dissertation. Finally when we started having board meetings, we didn't have a chairman of the board. I was the president. And I thought somebody else should chair the meeting, otherwise I'd be talking too much or doing something. So we made Alan chair of the board meetings, at one point. But it went on and on.

And Alan and I got to be— he got to be as close to me as Bruce Kelley was. And he and Bruce got to be great friends. And so eventually, he went off as a fellow, but we stayed in touch with Alan for everything. And eventually, Alan came back as a board member. But in the meantime, Alan and I did stuff together. And to jump to the end of the story, when I left California Tomorrow and they gave me this big hunk of money for the Butler-Koshland fund, I got ahold of Alan and we created the Butler-Koshland Fellowships. And Alan helped me figure out what to do and select the fellows. And then the great tragedy was that he had a stomach cancer. I saw him in the hospital and it took him two years to die. And meantime, he was coming down to stay with Sheana and me, and it just broke my heart. And I had to give the eulogy.

Lage: And he was a fairly young man.

23-00:59:01

Butler: Yeah, fifty-one years old. And he, by that time, he had become the founder— not the founder, but the head of the Children's Lobby for California. And I'd gone on the board to help him with that. He was basically doing everything for kids in Sacramento. But he burned himself out on that and he had to leave. But he just had become a huge figure in California for children.

Lage: And do you think his experience at California Tomorrow pushed him along in that direction, or—

23-00:59:35

Butler: That's what he always said. I always felt that Alan was going to make it, no matter what. I think the big deal was that Alan found friends that he could trust. I don't know whether it was just his Japanese American background or that he'd been burned as a kid or something, but he was wary of people. And in some cases, I knew, for very good reason. Because people would try to kind of use him to get prominence for something that wasn't going to benefit Alan. And so basically, he always referred to me as his mentor. I always referred to him as *my* mentor.

Lage: [laughs] I have to stop this. That's a nice—

[End Audiofile 23]

Begin Audiofile 24 03-26-2009.mp3

Lage: Okay, we're beginning tape twenty-four and it's still March 26.

24-00:00:08

Butler: So suddenly we have our first great success as a fellow, which is Alan, and he stays for two years because he's on half-time. [laughs]

Lage: Still the \$500, half-time.

24-00:00:18

Butler: Yeah, for the five— And then we start recruiting more fellows. And about that time—

Lage: And did you get your second installment from Irvine?

24-00:00:28

Butler: Yes. Yeah, we got the money. Because we had a board. I don't think they could *believe* that we put together this wonderful board. And there was another Latino guy on there, Fernando Oaxaca, who was— I thought we ought to have at least one other Republican other than myself, and Fernando was running a radio station and was a Republican. Finally he came to disagree with what we were doing, I think, and dropped off the board.

Lage: Coming from a more conservative—

24-00:00:58

Butler: Yeah, more traditional background. And I think he also was in there with Hugo and Antonia Hernandez, and in the politics of the Latino community in California, they were on opposite poles. And Hugo, in appearance, the mildest person in the world, was one of the strongest human beings I've ever known. Antonia, in appearance, is the [laughs] strongest person in the world. And when you find out she's twice as strong as that— You don't mess with Antonia. She's absolutely fabulous. And today, you see any— Like there's a California reform thing with Leon Panetta and all going on in Sacramento. Now Leon's left, of course, but— It's called California Forward. Well, if they start something like that, who do they start with? Antonia.

Lage: And that focuses on politics more, doesn't it?

24-00:02:01

Butler: Yes. Yes, it does. Basically, let's reform the California government.

Lage: Mm-hm. Which was kind of the idea you had starting out.

24-00:02:09

Butler: Right. So I've attended their meetings, but I'm there mostly cheering people on. It came out of the Commonwealth Club and a whole reform agenda of the Commonwealth Club, which is a whole other story, with Gloria Duffy, who

was once the executive director of Ploughshares, now runs the Commonwealth Club and is back on the board of Ploughshares. But—

Lage: Another story.

24-00:02:38

Butler: —that’s the Ploughshares story.

Lage: Right, right.

24-00:02:40

Butler: Because I had to fire Gloria.

Lage: Oh, well, let me write it down to be sure we get into that.

24-00:02:48

Butler: So anyway, we have money, we have fellows, and we’re going to have a program. And by that time, I’m starting to make noises like, well, here, we have these wonderful board members in Los Angeles; that basically, California Tomorrow should be headquartered in Los Angeles. It was just started up here because this is where I was. And so I kept saying, “We’ve got to have an office in LA.” And so we started recruiting more fellows, and some of them are from Los Angeles. And friends at UCLA are recommending people and all of that. And we got our first black board member. Actually, now that I think about it, he was there at the start, Morris Thomas, who was the head of the black law review at UCLA Law School, and was recommended by Susan Prager. So we really do have a multiracial board. Except I guess we didn’t have any Asian American at the start. Within two or three years, and then later, when I asked board members like Dick Reinhardt—We sort of phased out the old white boys. And so eventually, the majority of the board were folks of color.

And in this process, I also felt we needed an executive director. We interviewed people that didn’t seem to work. And then Bruce again comes up with the solution. And he finds a guy named Marty Krasney. And Marty has, among other things, run the Aspen seminars in his career. But he’s gone to Harvard Business School and done about everything. Run a thing called American Leadership, in Texas, and came out here to work for Levi Strauss and handle public relations for them. Anyway, Bruce finds Marty. Marty has left Levi Strauss because he got tired of closing plants, because Levis was having to shut down all their plants in the United States because they couldn’t afford— They had to manufacture overseas. And so Bruce finds Marty and so Marty comes. Among other things, Marty is legally blind, can’t drive a car. But he’s managed to get himself through Princeton, Harvard Business School, everything else, with horrible eyesight. And so Marty comes, and he becomes kind of the acting executive director. And of course, the end of that story is that there’s no closer friend I have in the world than Marty Krasney. I talk to him four times a week, to this day. And he and I launched a whole program to

deal with the Presidio together. And now, if I get hit by a truck, he and Bob Friedman will run the Butler-Koshland Fellows. So one of the great things about California Tomorrow is all these incredible people started coming into my life. So Marty—

Lage: It's like another Peace Corps.

24-00:06:15

Butler: Well, yeah. So Marty comes and he's an acting executive director, and we're looking for an executive director. And then we want to have an office in LA. And Robin Kramer recommends Leland Wong.

Lage: What's the first name?

24-00:06:32

Butler: Leland Wong. And Leland was a kind of community activist, a Chinese American in LA. And I remember at the time Robin and I both having some slight reservations about the whole thing, but we decide to go ahead. Because we need an office down there because we have fellows in Los Angeles working on projects. We need an office there. We find an office in the old Columbia Building on 8th Street, old Art Deco thing. And so we hire Leland, one of the *big* mistakes I ever made. Well, so time goes along, we're launching various projects. We had meetings—

Lage: Is Leland the sole executive director, or just for LA?

24-00:07:26

Butler: He's the LA guy. No, he's not the executive director, he's just— He's there in LA to supervise fellows and see that they get the job done and all the projects that they're working on. It turns out what Leland really is doing is maneuvering to get himself into politics, and he wants to run for the board of supervisors. So we have a meeting and Leland comes. We actually have a meeting of California Tomorrow fellows and all at this ranch in Fall River. We all go up there to cogitate and play and have a good time, and Leland comes. He's totally freaked out by being in the wild like that. And then we're working in Fresno because we're starting to spin off something that's going to be called Fresno Tomorrow with Hugo, to deal with dropout problems in Fresno, and Leland comes to that. But one day, somebody calls me, I guess one of the board members, from LA and says, "Well, there's an announcement today that Leland Wong is running for the board of supervisors." He hasn't mentioned this to me. He's been setting up this campaign the whole time and been using California Tomorrow as a base for credibility. And I'm just—

Lage: And income, perhaps. [chuckles]

24-00:08:50

Butler: Well, yeah. And I just was so furious because I just figured the guy— I don't mind disagreeing with people, but I figured that we'd been used and he was a traitor. And so I called him on—

Lage: Now, if he'd come to you and told you he was interes—

24-00:09:10

Butler: No!

Lage: If he had, would you have felt differently?

24-00:09:13

Butler: Oh, I would've told him he had to resign, because we couldn't have somebody running for political office and holding a job with us. So I got ahold of Robin Kramer and I said, "I'm coming down tomorrow morning and I'm going to have Leland meet me"—this is within a space of twenty-four hours—"at the airport, and I'm firing him." And so I call him up and I said, "You meet me at the LA Airport." And I flew down and got there about nine o'clock in the morning and had a half an hour talk with him. And I said, "You're finished. You're out of here." I was so furious. And I actually even— Leland liked guns, and I had a .45 caliber army pistol here that had been my father's in World War I. I didn't want it around the house. Nothing more deadly in the world than a .45 pistol. It'll blow a hole in you this big. And I never wanted to keep it, but I'd inherited it. So I gave it to Leland, because he liked guns. It was a present. He was a friend, he was working with us. Anyway, I fired him on the spot. And later, about a day or two later, Morris Thomas says, "Well, so he doesn't end up suing us—" Morris is a very good lawyer. He said, "I'll get Leland to sign a paper where he resigns and can't make any claims against and so on." So Morris took care of that. The end—

Lage: How does he— Well, go ahead.

24-00:10:42

Butler: The end of that story is, Leland has just gone to jail for embezzlement when he was some kind of county commissioner. He got a five-year jail sentence, I read in the newspaper, in LA. And I had seen him a couple of times at foundation meetings. But he's doing time now. Because he basically set up a deal where he was peddling influence in LA. Had to do with the airport, I think. So he's gone to jail. And he was a foundation—

Lage: Did he ever get elected to the board?

24-00:11:15

Butler: No. But he became a foundation executive. He was working for some foundation down in LA.

Lage: So your instincts were correct.

24-00:11:26

Butler: Well, my instincts *weren't* correct; I'd hired him.

Lage: I know, but you said you felt uneasy about it.

24-00:11:31

Butler: The other sad part about it is that Morris Thomas also went to jail.

Lage: Oh.

24-00:11:37

Butler: And we never found out what; there was a charge against Morris for commingling some client's funds. And I tried to find out what was going on. Morris never officially resigned from the board. But I tried to find out through black friends of his in LA what had happened, and nobody would ever answer the phone or tell me. But I think Morris ended up in jail. I knew that he was being charged with embezzlement of a client's funds.

Lage: Did he resign or did you—

24-00:12:08

Butler: He never did resign from the board. There was no communication from him. He disappeared off the face of the earth. So we just finally had to assume— His term ran out and we just never renewed it. And Morris is somebody that I would stay with at his house, we had board meetings and dinners in his house. He'd been head of the black— He'd been a cop in the District of Columbia before he went to law school. And so he was not some elite Ivy League black guy, he'd come right off the streets. And that's one of the things I liked about Morris. But he got in trouble.

Lage: So they're not all success stories.

24-00:12:55

Butler: No, these are not all success stories. So anyway, Leland Wong gets fired. And at that point, what are we going to do? Well, we have a fellow named Rhonda Trotter. And Rhonda had been head of the Black Students Union at Stanford, and had been recommended to me by Don Kennedy, the president of Stanford. Because Rhonda had been the one that was sort of picketing his office and beating on him. [laughs] And he really liked her.

Lage: [laughs] That's saying something.

24-00:13:27

Butler: And I had known Don before he was president of Stanford because he started the human biology program and Phil Lee and I knew him, and he'd gone to run the FDA in Washington. He'd been a provost at Stanford and then he became president of Stanford. And so that was great. And so we had Rhonda. And Rhonda was a person of almost Barack Obama-like presence. I don't know now what's happened to her. She finished law school. She won the

moot court competition, she went to Boalt later. But anyway, Rhonda was a fellow in LA. And I forget what her project was supposed to be, but we promoted Rhonda to take Leland Wong's position and to basically help the other fellows. And at that point, Bruce Kelley was moving to LA. And I forget why Bruce wanted to go down there, but anyway, so Bruce went and was in the LA office. And so we had a presence in LA.

Lage: And Bruce was still editing the magazine.

24-00:14:40

Butler: Yes. And maybe that's— I forget. By that time, the magazine is a great success. The only trouble is that the more successful it is, the more money we lose, because we're basically not *selling* it, we're giving it away.

Lage: Yeah. But you say a great success. Do you mean—

24-00:14:58

Butler: Well, the circulation is up to 10- or 15,000 copies.

Lage: People want to read it.

24-00:15:02

Butler: People want to read it. And we try to get them— we say, "If you'll become a member of California Tomorrow for fifty bucks, you'll get the magazine." Kind of like the Sierra Club. But we could never stop sending the magazine to anybody that wanted it anyway.

Lage: And so it wasn't a subscription.

24-00:15:20

Butler: No.

Lage: And you didn't have ads.

24-00:15:21

Butler: No.

Lage: [laughs] This is foundation funded.

24-00:15:25

Butler: Yeah. And later on, of course, the Irvine Foundation had started saying, we're supporting the fellowship program, not a magazine. What's going on here? But we kept getting these terrific fellows. And to run the magazine, we recruit Terri Lobdell, who's been practicing law in Palo Alto, was the top woman in her class at the Stanford Law School. I had known her husband way back before they were married, when he was a young person running radio programs at Stanford, Bill Johnson. He now runs the *Palo Alto Weekly*. He *founded* the *Palo Alto Weekly*. But anyway, Terri has gotten tired of practicing law and has a bad back, and she knows all these people. I didn't know her that

well. She came to California Tomorrow. And she has never worked on a magazine in her life. And so she and Bruce put together the *California Tomorrow* magazine. And Terri Lobdell turns out to be just about the most confident, thorough, organized human being in the world. And Bruce and I are kind of all over the lot, and Terri is just—and this goes on for *years*, by the way—is picking up, getting all of the stuff done, finding printers, doing this, doing that, proofreading, whatever. And so we put out the magazine. And I’ve just finished reading through— I think there were ten issues of the magazine, maybe twelve.

Lage: Four years, it looks like.

24-00:17:13

Butler: Yeah. And the magazine was *wonderful*. The stuff in it. I read it, and I’m proud of it today. And of course, I got to write the lead thing in the front of it.

Lage: Kind of the theme.

24-00:17:27

Butler: Well, I had kept all these jottings from Oaxaca, Mexico, and all these things. I kept them in binders called themes, things I’d think about. And then I’d write them down and I’d put them in the— So Terri said, “Well, what do you want to call your column?” And I said, “Well, I’ve gotten all this stuff I— themes.” She said, “That’s it.” So I would write the stuff. And I go back and look at it now and I’m really pleased with it. We were better than we thought. Friends of mine would get the magazine and would write to me and say, “You know, that was terrific.” So we wrote about everything. We wrote about the election coming up, when only 40 percent of the people were voting; and I wrote an article about democracy with a slow leak. I wrote about Delia Flores’ high school, going back to Wilmington High School with Delia, and what a bust these huge high schools were. But this one school had a wonderful college counselor that became a model for the whole United States.

And then Bruce and I wrote articles about employment together. I remember that very well because he was stymied writing the thing. And of course, he’s a much better writer than I was. And so he just handed it to me. He had about twenty pages. He says, “I’m stuck.” He said, “I can’t deal with this.” And I remember I was sitting there with scissors and staples and I was just chopping up his whole thing and putting in— and writing stuff in between. And he’d come in my office and I said, “Bruce, I’m sorry. I’m just *butchering* what you’re doing.” And he’d read it, he says, “No, you’re doing great! [Lage laughs] Keep it up.” So there’s an article on employment in California by Lewis Butler and Bruce Kelley. So the magazine was a great success from our standpoint; but a complete financial fiasco.

Lage: But do you think it had an impact?

24-00:19:42

Butler:

I don't know, but people kept telling us yes. And later, Carl Anthony, who was part of what they called the environmental justice movement—Carl and I ended up doing a lot of stuff together. He later went to the Ford Foundation. He's back now. But Carl was sort of the first black environmentalist, had actually been trained as an architect, I think, in New York. And they started the environmental justice movement, which was to say, the environmental movement is all white, but the people with the environmental problems are largely people of color. Because if you've got a Superfund site with all those toxins, all the white folks that can afford it move away, and of course, the houses around it are low rent and what do you get? You get Latinos and blacks, and they're the ones— And air pollution in South Central LA was terrible and nobody did anything about it. And there were all kinds of factories in Compton and lead and *everything*. And the Sierra Club, meantime, is 99.9 percent white. So we did an article, did a whole magazine issue on the environment and how it didn't give a damn about people of color.

Lage:

And did Carl Anthony contribute to that?

24-00:21:04

Butler:

No. He later would say to people, the environmental justice movement—I forget how he put it—started with that magazine.

Lage:

Wow.

24-00:21:17

Butler:

With that issue. And it was Bruce's idea. He says, "You're an old environmentalist." And we got Alf Heller. We brought Alf Heller back from retirement and had him write, in place of me, to write the introduction to the magazine. And then we polled all of the leading environmental organizations in the country to find out how many folks of color they had as members.

Lage:

And this was really before the environmental justice movement had sort of percolated up?

24-00:21:45

Butler:

Yeah. The word didn't exist. It was about 1986 or '7.

Lage:

That's quite a marker.

24-00:21:55

Butler:

Well, I think the environmental justice movement would've existed without California Tomorrow's magazine. But at least people like Carl Anthony always said— And when I'd go to meetings with Carl, he'd always say, "There's Butler. California Tomorrow, they started this whole thing." It was an exaggeration, but I loved it. And it was basically Bruce's doing. I've gone back yesterday to read that issue of the magazine. It was great. And I knew Carl Pope, who was at that point, with the Sierra Club. I'd known him when

he got home in California from being a Peace Corps volunteer in India. And then he'd been with the— What's it called?

Lage: League of Conservation Voters.

24-00:22:46

Butler: League of Conservation Voters. And then he'd gone from there to the Sierra Club. And actually, I'd had a big argument with Carl when they ran a picture of Phil Burton on the cover of the Sierra Club [magazine]. And I said, "You just compromised— You ought to have Half Dome on the cover, not— Phil Burton doesn't need your help." And we had a knock down, drag out fight. Well, anyway, Carl Pope— I call him up and I said, "Carl, how many black members do you have?" Carl and I have always liked each other. He accused me of being the most naïve political person he'd ever seen, when I had this argument with him about Phil Burton.

Lage: Interesting. Yeah.

24-00:23:24

Butler: He said, "You've never gotten your hands dirty, gotten down on the street." And I said, "Your hands are *too* dirty." [they laugh]

Lage: Now, did you object just—

24-00:23:33

Butler: Well, I objected to— Yeah, I just called him up and chewed his ass over putting Phil Burton on the cover of the magazine. I said, "That's not what the Sierra Club is about." I said, "You can still have all your people campaigning for Phil Burton, but don't prostitute your magazine." I said, "Phil Burton's a terrific congressman. I'm all for him. He helped Jack Veneman and me. But he doesn't—"

Lage: But he also made possible this whole Golden Gate [National Recreation Area].

24-00:23:59

Butler: Oh, Phil Burton is wonderful. Phil Burton's done more for the San Francisco Bay Area than any human being alive.

Lage: But why do you object to having him on the cover?

24-00:24:08

Butler: Because the Sierra Club is not supposed to be a political support mechanism. And besides, Phil Burton is running against one of the great hacks of all time— [pause] Oh. The Congressman—

Lage: Not Milton Marks?

24-00:24:25

Butler: Milton Marks. Milton lived a block away from me over here. Milton Marks is the most inept public figure you ever saw in your life. They're no *way* he's going to beat Phil Burton out of the Congress of the United States in San Francisco.

Lage: So it was partly timing. It was during election .

24-00:24:41

Butler: Well, but it was more than that. They'd never run a picture of a political candidate on the cover in an election in their history, before or since. But Carl just thought that Phil Burton needed that help. And I thought he was dead wrong, and so did Chuck Daly, who was running the Joyce Foundation and funding the Sierra Club. And called up and *he* chewed on Carl. But anyway, Carl—

Lage: So anyway, Carl—[laughs]

24-00:25:05

Butler: But Carl and I, all of that's forgotten.

Lage: And you're calling him up and saying, "How many black people in the Sierra Club?"

24-00:25:11

Butler: Yeah. And he says, "Well, 1 percent." He says, "Come on. Why you picking on us?" I said, "I'm not picking on you, I'm trying to get information." The real deal was I call up— By this time, Ploughshares is a big supporter of NRDC, National Resources Defense Council. And I know a lot of people there, and Patty Sullivan on the board of NRDC, and literally, NRDC says, "We don't answer questions like that. We won't tell you what our membership is." So I call up Patty Sullivan. She's the vice president of NRDC and a great friend. And we'd gone to Russia together. And I said, "Patty, this is not a good idea for your organization. You're stiffing people that are asking legitimate questions." And she says, "Oh, woops." [laughs]

Well, we never did get the information. But we ran the issue. And it was basically environmental groups have *no* people of color as members, staff, anything else. So then comes along environmental justice. Michael Fischer becomes the head of the Sierra Club. He wants the Sierra Club to get with the program with environmental justice. So he actually has the environmental justice guys come and meet in the Sierra Club offices. And he and Carl ask me to come down there—I'm the token outsider, white guy, other than Michael—because they want to say thanks to California Tomorrow for starting all of this.

So anyway, the magazine, we're just going gangbusters with stuff and we're just losing money right and left. [Lage laughs] And finally, I think the last

issue was 1988 or '89. But meantime, Terri Lobdell, who's founded it, her fellowship runs out. Carol Dowell comes. And I don't, but Bruce interviews all the people and says, "We want to have Carol Dowell," who ended up being the editor of most of Laurie Olsen's publications for the next fifteen years.

Lage: So when you said, "We want to have her," you mean as editor of—

24-00:27:45

Butler: She wanted to succeed Terri, because she's a good writer and a terrific person. And it was very interesting because I know about this— Then I get a call from Carol Dowell's father. And his name is Soap Dowell, Emory Dowell. Emory Dowell.

Lage: And did you know him?

24-00:28:07

Butler: I know him *very*, very well. He was the vice president and lobbyist for Blue Cross; he was the greatest crusader for national health insurance in Sacramento, for statewide health insurance. I'd worked with him on health insurance forever. I still do stuff with him. He's eighty-four now. He helped Pete McCloskey and me in our campaign of the Revolt of the Elders, all of that stuff. He calls up and he says, "Lew," he says, "I know you've interviewed my daughter." And he said, "And I know I shouldn't make this call, but I just want to tell you, she's terrific." [Lage laughs] And I said, "Soap, I already know that. And we're going to give her the job, so the call is unnecessary." He said, "But don't ever tell her I called." Well, so that was it. Carol Dowell was still a great friend. Carol Dowell, at one point, comes to me and says, "Is there any problem about fellows dating board members?" And I said, "*What?*" I said, "Like who?" She said, "Well, I just want to know generally the policy." I said, "We don't *have* a policy. Who?" And she said, "Well, I've been going out with Hugo." Well, Carol Dowell and Hugo get married. I'm the minister in the wedding.

Lage: [laughs] You've done a lot of weddings.

24-00:29:44

Butler: And Hugo's father, Rafael Morales, plays the violin. Because one of the things, when he was an illegal farmworker, he made a living as a musician. And Laurie Olsen sings. So all of that goes on. Anyway. Well, you can see what happened with California Tomorrow is I acquire this unbelievable group of friends. But to backtrack, in the middle of all this, the single best thing that ever happened to California Tomorrow happens by accident. I get a call from Laurie Olsen. And I have met her once, and she's running the Citizens Policy Center and has done stuff. And they'd had a meeting that I'd attended down in the Bank of America building. But that's kind of all—

Lage: And what was that group?

24-00:30:42

Butler:

Well, Citizens Policy Center had started way back in kind of the crusades of the seventies for civil rights, kind of Bobby Kennedy sort of stuff. I forget the origins of it. The founders had all disappeared and she's ended up running the thing. And strangely enough, she's even done some kind of a course, a program to train kids that grow up in a nuclear age. So Sally Lilienthal knows about her, because she's been a teacher and everything else. So she calls up and says, "I want to come talk to you." And I remember, because at her retirement party— because she basically ran California Tomorrow up until last year.

Lage:

She retired last year?

24-00:31:37

Butler:

Yeah. So from 1986 till 2008—that's twenty-two years—Laurie Olsen was with California Tomorrow. And she *became* California Tomorrow. She *was* California Tomorrow.

Lage:

Okay, well, tell me more about how she became—

24-00:31:56

Butler:

So I'm not searching for Laurie Olsen, I'm not doing *anything*. I'm just in my office when the phone rings, and she says, "I want to come see you." So I can tell you exactly when it was. January 17, 1986. Because I had to come up with that date—ten-thirty in the morning—because at her retirement party, I wanted to tell the story. And she walks in and she says, "I want to join California Tomorrow. I've got a project on immigrant students. I want to bring it. I'll raise all the money for it. I want to work with you. I don't want to run my own organization; we're having financial trouble. I've got a board; the board's getting— It's just too much. And I'm having a baby, I'm pregnant. And so I won't be back till I've had the baby." And so this is January and she comes back about—

Lage:

And what attracted you to her at that point?

24-00:33:08

Butler:

Well, anybody that ever spent fifteen minutes with Laurie Olsen would be attracted to her. And I'm thinking, she can't be this good. So I call up Kirke Wilson at the Rosenberg Foundation. I've long since left the board of the Rosenberg Foundation. And I say, "Kirke, I understand that you might be funding Laurie Olsen or have funded her in the past. What do you think?" And he says, "Laurie Olsen is one of the most effective people in the world." He said, "Anything she would ever do in life, I would fund."

Lage:

Wow.

24-00:33:46

Butler:

I'm thinking, well.

Lage: [laughs] That's a pretty good recommendation.

24-00:33:50

Butler: So this walk-on— [they laugh]

Lage: Walk-on. Well, how had she heard about you?

24-00:33:58

Butler: I guess she talked to people and found out that this white guy wanted to do things that she wanted to do.

Lage: Now, was she a white person, also?

24-00:34:08

Butler: Laurie?

Lage: Yeah.

24-00:34:09

Butler: Yes. And we both had the same problem, and we had to deal with it later, as to how to figure out— You didn't want California Tomorrow run by two white people. So—it's all part of the story—eventually, one of the fellows becomes the co-director of California Tomorrow, Hedy Chang. And co-directorships are fine, and it worked okay; but there's something fundamentally wrong with co-directorships. I've seen them work a few times, but almost never. And the problem was that Laurie was much more experienced, she could handle people better. Hedy is *fabulous*, but it's just hard for two people to run something.

Lage: Yeah, right. Co-directors.

24-00:35:01

Butler: Yeah. By the way, the end of that story is one day— This is Hedy's first job in the world. She's gone to Occidental College, and then to the Kennedy School at Harvard for two years, where she was a research assistant with David Ellwood, who had been this fellow with me way back. And David, by this time, is a professor in the Kennedy School, now the dean. And she's been his research assistant. So she comes in and she's sent over by Sylvia Yee, who was part of Haas Foundation. And Sylvia's sort of the mentor to this young twenty-four-year-old Chinese American, who, by the way, speaks Mandarin, which her parents don't speak, because she wanted— and she has gone back to China—a long, long story about a distinguished Chinese family.

So she comes and she becomes a fellow. And at one point, a guy named Jack Chin, who's the only Asian environmentalist that anybody's ever heard of, is a fellow with the San Francisco Foundation, and he wants to come talk to me because of my background in the environmental movement. So he comes in to tell me what he's doing. And I *really* like this guy. And I still do, enormously. It's the first time I'd ever met him. And after we have the discussion—Hedy

has got a loft office in Fort Mason, and I yell up in the loft. I say, “Hedy, there’s somebody here I want you to meet.” And she comes down and she tries to be polite to this total stranger. He leaves, and she turns to me and she says, “Lew,” she said, “I don’t want to hurt your feelings or be abrupt about it, but,” she said, “My job is not to meet every Asian American that walks in this office. This guy’s an environmentalist? Fine.” End of the story.

About a year later, California Tomorrow is getting an award from an environmental intern program, something called ECO, because it had once been housed in California Tomorrow, way back in the Alf Heller days. I can’t go down to get the award, so I send Hedy down there to accept the award. She said, “I don’t want to go to some environmental group.” I said, “Doesn’t matter. Just go down there, tell them thank you for the award, that’s it.” She goes down there, this guy Jack Chin says, “Would you like to have dinner?” They’re now married with two children.”

Lage: [laughs] Did you marry them?

24-00:37:46

Butler: And I married them. But the other part of it is— Stop this a second. [Lage laughs; audiofile stops and restarts]

Lage: Okay, we’re back on.

24-00:37:58

Butler: All right, we’re back. And so when Hedy and Jack are going to get married, they’re going to be married at the Palace of Fine Arts, down here in the Marina. And they have a deal. Jack gets to recruit his minister for the wedding, and Hedy recruits me. So his minister is Arnold Perkins. And Arnold, I had known because he was the staff guy for the Koshland committee, when I was on it, of the San Francisco Foundation. And he and I both had strong disagreements with the head of the foundation as to what they were doing with it. And finally Arnold quit and went to be in public health in Berkeley. But when he was at the San Francisco Foundation, Jack Chin had been an intern there, so they were great friends. So we have this improbable wedding of two Chinese Americans, with one black guy in a dashiki as one minister, and then the white guy in his Brooks Brothers suit. Laurie Olsen’s husband Mike, who’s a music teacher, is playing the music for this thing, the trumpet, Laurie is singing, and the whole audience, it looks like [laughs] multiracial—

Lage: It looks like California Tomorrow.

24-00:39:21

Butler: So we joked about it and said, “The only really great success of California Tomorrow as a multiracial organization was when we had weddings.” [they laugh] Because we’d have the most multiracial congregation that you’ve ever seen. So that’s Hedy. And she eventually became the co-director of California

Tomorrow. And then when she was pregnant, she left and Laurie continued on. And Hedy went to the Haas Foundation, and now she's a mother, still doing stuff, and so is Jack. So that kind of thing was going on.

Lage: And tell me more about Laurie and what she brought to your organization.

24-00:40:03

Butler: Well, that's what I got sidetracked on. And we ought to just make sure I just keep talking about Laurie.

Lage: [laughs] Okay.

24-00:40:13

Butler: So Laurie starts. And she has a fellow, Marcia Chen, who turns out to be— She's Chinese American, too. Family has fled China when Mao took over, to Taiwan, to Japan. They didn't want to have their kids grow up in Japan, so she ends up in Southern California. So we get Marcia Chen. And Marcia Chen is Laurie's fellow. And Marcia Chen turns out to be wonderful. So she and Laurie have, for a whole year, a series of hearings around the state on immigrants in schools.

Lage: Which is Laurie's interest.

24-00:40:53

Butler: That's the subject. And people are brought in. It was a great idea. Instead of just writing a report, they had these public hearings and people would talk about the immigrant experience and what's going on. And we find out Hollywood High or whatever it is has students in there that speak thirty different languages at home and whatever. There's something like a hundred different languages spoken at home in California. So Laurie runs the best project you can just imagine. And then she writes the report, she and Marcia, called "Crossing the Schoolhouse Border." Meantime—and I've since found out—Bruce and I say to the board, "Hey, we've got this gift. This person walked in the door, it's Laurie Olsen. And she's bringing her own money and she just needs a home for her project. Isn't that nice?" And so the board and I aren't paying much attention. Laurie's doing her thing, I'm going to the hearings, but she and Marcia are doing fine. All I know is that they're both terrific. Well, then she writes the report, "Crossing the Schoolhouse Border."

Lage: And does it come out under the auspices of California Tomorrow?

24-00:42:07

Butler: Oh, yeah. And that's the first of well over a dozen, basically, reports of nationwide significance that Laurie writes. But it comes out. And she has press interviews and we have press conferences about it and so on. But I do remember one thing in particular. We give the report to the board members as part of the board package and we're having a board meeting down in Los Angeles and all the LA board members are there—Tracy Westen and Antonia

and Robin Kramer and so on. And we get on the agenda, to the subject of “Crossing the Schoolhouse Border: Immigrant Students” and Antonia Hernandez looks at me [laughs] and says something to the effect—she didn’t quite say it this way, but—“I’ve been waiting for you to do something *real* and you finally did it.”[they laugh] So she said, “This is terrific. This is *wonderful* stuff.” And it was. The magazine was fine, but this report was a *big, big deal*.

So then the question was to get somebody to take action on the report. And we’re trying to get people to hold hearings in Sacramento. I get ahold of John Vasconcellos, who I know, who’s by this time got a lot of seniority in the state legislature, and he agrees to hold hearings on the report. And we get people from Immigrant High—where Sheana actually was a tutor here in San Francisco—the teachers and some of the immigrant students to come up and testify in Sacramento. And at that point, Bill Honig is the superintendent of public instruction. Well, I’d known Bill Honig when I was on the San Francisco schools commission and he was a teacher in San Francisco. And then he became the school principal in Belvedere, I think it was, or someplace. And he ended up, gets elected superintendent of public instruction. I say to Laurie, “Oh, piece of cake. We’ll just go to see good old Bill, and Bill will help us with—

Lage: With the action part.

24-00:44:23

Butler: With the action part. Well, we go to see good old Bill, and *nothing* happens.

Lage: Does he express interest?

24-00:44:33

Butler: He’s polite. But it took me a while to figure out what was going on. We had come out with the information that one out of six students in the schools was an immigrant, spoke another language at home, and that one out of *three* students spoke another language at home. They were citizens. We were just talking about the kids that were born in some other country, not the ones that were born here of immigrant parents. And so suddenly, we were saying that at least a third of the school population are people that basically have no political power. They don’t vote, they aren’t citizens, some of them are illegal. There are a lot of people that don’t like what’s going on in the schools. The whole sentiment about illegal immigrants is building up.

Lage: And English-only had come in vogue.

24-00:45:31

Butler: English-only is coming— And so Honig is trying to get money from the state legislature and it’s not going to be helped—because there weren’t any Latino members of the legislature [laughs] in those days—it’s not going to be helped by us pointing out who’s in the schools. The schools are enormously

successful after World War II, and so is the university, because the voters are parents. Because the voters are young, it's the baby boom, and so the voters are voting to make California schools wonderful. Meantime, California schools are going downhill. In relation to wealth, California's forty-ninth in the United States in funding education. Honig knows that, and we're going to make the situation worse by pointing out who's in the schools. So we get stiffed by him. And then we go to the state legislature. Vasconcellos is helpful, but there's a staff guy there who was a Latino who wanted to be a fellow with California Tomorrow, and was recommended by Fernando Oaxaca. And I'd interviewed this guy and I didn't like him, and I didn't trust him. So I somehow tried to explain to Fernando that the fit wasn't perfect. In fact, I just flat out didn't want the guy. And he knew that.

Lage: So he ends up as a staff member?

24-00:46:48

Butler:

And he's the staff guy. So Laurie and I meet with him and he basically tells us off. And I mentioned this at Laurie's going away party. He says, "Look it, we don't need a couple of white Anglos telling us about immigrants in California. You've got no business doing this work. You're just trying to horn in on a good deal and try to get some credit. Get out of here. We won't hold hearings, we don't want to see you again." And I remember Laurie hadn't had a lot of experience in politics at that point. We got back in the car and I'm driving the car, and she's just crushed. And I said, "Look it, Laurie, that's politics." And I said something stupid like, "We don't get mad, we get even someday with this guy." But Laurie's just so discouraged because she's done this incredible piece of work. The guy was fired three weeks later. [Lage laughs] That still didn't help very much, because the legislature and Bill Honig just didn't want to deal with this.

But we did have the hearings, thanks to Vasconcellos. And we had the audience in tears. We had a teacher from Immigrant High in San Francisco come up there and bring students. And one of them was an immigrant kid that spoke six languages and was learning English. And when the legislators asked him what he wanted to do he said, "I want to be a teacher because my teacher," pointing to the guy that's been testifying, "is such a wonderful person." So didn't have a dry eye in the place. But still to this day, Laurie's fighting for immigrant students, and that was 1987. So Laurie comes and then she does the next project and the next project.

Lage: And keeps raising money?

24-00:48:49

Butler:

And she's raising— she always raised her own money, and foundations that would never fund us for anything else will fund us because of Laurie. Meantime, I'm anxious to have a full-time executive director of California Tomorrow, so we're having a search. And I want to move the office to Los

Angeles. Just the worst single idea I ever had. But at that point, we're down there with the fellows and Bruce, and California Tomorrow needs an executive director. And so we have a search. And we don't find anybody and we don't find anybody. Finally, Antonia Hernandez says, "Well, I'll do you a great favor. I'll give you one of my best people that's here in MALDEF," Mexican American Legal Defense. I'd met her. She was an Asian, Linda Wong, who spoke Spanish. Perfect. The problem is that both Robin Kramer and I were still— We'd gone through the Leland Wong problem. And I wasn't sure, but I just tried to convince myself that Linda Wong was the right person. So we hire her and—

Lage: This is '88?

24-00:50:22

Butler: Yeah. '89, I think maybe. I forget when. We hire her and she runs the Los Angeles office. And Bruce is there and we've got a lot of fellows there.

Lage: Does she come on to run the whole organization?

24-00:50:36

Butler: Yes. We're going to move the headquarters to Los Angeles and she's going to run the whole organization from there. Well, it just doesn't work. First off, it's in LA. It's very hard to have two offices. I'm up here, Laurie is up here. Linda is a very fine person, but she's a solo performer. That's what she'd done. She's not an organization person. And she's not raising money. And I'm trying to raise money in LA and then I'm finding out that the reason I'd raised money in San Francisco was I knew people. But in LA, I didn't know anybody. The Irvine Foundation is helping us, and Dennis Collins from Irvine is convening meetings, but it's just not going well. And we're getting in financial trouble, but I don't realize how much financial trouble.

And in the meantime— And I'll come to this later and go back to it. And then I get involved in a political thing that I'd wanted to do from day one, but I was doing it exactly the wrong time, the 1990 election. So anyway, things are just disintegrating. And it turns out that Linda is basically using money that Laurie has raised for her projects to fund other stuff. Core expenses that aren't part of the deal. And in the middle of all of this, John Vasconcellos launches something called California Leadership, with a whole bunch of outstanding corporate executives and the head of the telephone company, Ted Sanger, and people like that. Ted becomes the head. And I'm involved with that, Antonia Hernandez is involved with that. And I think, oh, this is a big political thing. It's got all of the political clout and money and corporate clout that California Tomorrow never had. So maybe we ought to think about merging California Tomorrow with California Leadership, and then that'll solve my financial problem and Linda Wong, I'm saying, could be head of California Leadership. Because it was going to be headquartered in LA, maybe.

Well, we have a board meeting to discuss all of that and Hugo, thank God— Hugo's the kind of person that could go for a whole board meeting and never say anything. I've never seen anybody who had less need to listen to himself talk. And at that time, Hugo, for the first time, says, "Lew, you do whatever you think is right. But if we merge with California Leadership," he basically says, "I'm out of here. Forget it."

Lage: Was it too establishment for him?

24-00:53:35

Butler: Looking back on it, I think it was that Hugo was saying, "Look it, you and I are friends. I trust you. That's how I got involved in all of this. But I don't want to be in some organization with the white establishment that don't really give a damn about farmworkers and so on." So it was right at that instant I thought, Hugo's a lot wiser than I am. This is a bad idea. So we had to scuttle the whole idea. And then I have—

Lage: Did Laurie like the idea?

24-00:54:13

Butler: No. No. But meantime— Stop it again. Let's see. [audiofile stops and restarts]

Lage: Okay, we're back on. You recalled the name.

24-00:54:29

Butler: Meantime, going back a couple of years, the first businessman to ever take California Tomorrow seriously has come on the board. His name is Don Ritchey. Don had been the head of Lucky Stores and had retired. He'd worked his way up from being a checker, I think, at Lucky Stores. I met him because he was coming on the board of the Rosenberg Foundation. They'd recruited him, and I'd gone off the board, and everybody said, "Well, if you really want to know about Rosenberg, you ought to go talk to Lew." And by the way, California Tomorrow had staffed the Rosenberg Foundation's fiftieth anniversary event in San Francisco. We had California Tomorrow fellows serve as rapporteurs for the meeting groups, and I gave the concluding speech and all of that.

So Don Ritchey comes to see me. And I'm just so impressed with Don Ritchey I can't— He comes with a yellow pad and a sheet, and he's just taking notes about Rosenberg. So one thing led to another, and I forget how, but I persuaded him to come on the board of California Tomorrow. So he's been on the board and he's been leading, with Marty Krasney, our strategic planning. We all went through these strategic planning exercises, all of which came up with wonderful ideas that we couldn't implement, or things that we should've done that we— And so on. But Don Ritchey comes on the board.

I remember one time we have a meeting in Fresno because we're helping Hugo launch Fresno Tomorrow. And we're staying at a Motel 6 down there.

And I found out later, to my horror, they hadn't even changed the beds on the bed that Don Ritchey had to sleep in in Motel 6. He drives down there in his Mercedes. And I remember when he was leaving the meeting, and he's driving out of the driveway, I came up to him and I said, "Don, one thing." I said, "Thanks for coming." I said, "You don't need this kind of problem." I didn't know about the sheets at that point. I said, "But I want you to know that Hugo said to me at the end of the meeting, he said, 'I've not only never met anybody like Don Ritchey, I never knew that there were corporate people like that existed.'"

And I remember Don, without missing a beat, said, "Fine. Tell Hugo we're even." [they laugh] I said, "What do you mean?" He said, "I never met anybody like Hugo."

Lage: That's fabulous.

24-00:57:19

Butler: Well, that was the sort of perfect California Tomorrow moment. Well, now you fast-forward to 1989, 1990, and were in terrible financial trouble. And I said, "Don, come down and sort this thing out for me." So he does, and he deals with Linda Wong, who has to be fired, and deals with the budget and settles all of this, and calls me up and says, "You've got to do this, you've got to do that." He should've just read me out; but instead, he doesn't give me a lecture on the damages. I've already done all this damage.

Lage: But when you say you've done the damage, what do you mean?

24-00:57:59

Butler: [over Lage] Well, because I'm running the organization, I'm the chairman of the board, and I've let it deteriorate. And I haven't even been paying attention, that's the worst part.

Lage: Because it was in LA and you were up here?

24-00:58:12

Butler: No, because I'm running a political campaign.

Lage: Oh.

24-00:58:16

Butler: I'll explain that. So anyway, the end of the story is we had board meetings in LA, Ritchey presides over it. He settles our financial affairs, tries to get some money back into the accounts of Laurie Olsen—we never really quite succeeded with that—get Linda Wong laid off with some severance pay. Just solves the problem totally. We lose a couple of board members. A new Latina that had come on the board, a terrific woman, quits because we basically are bailing out on LA. But Stewart Kwoh hangs in there with us, to his great credit. By that time, he's got, like Hugo, a genius grant.

Lage: And so you're basically closing the office down there—

24-00:59:12

Butler: So I basically close the office. And in the middle of all of this, too, a guy that had been my special assistant in HEW, that had come out here to run me for mayor, Sid Gardner, he'd gone back to Hartford. He'd been working for the Casey Foundation. Then he came back, with Casey money, to California to work on dropouts and that kind of problem. And so we give him Hedy Chen as a fellow. He's got his own money from the Casey Foundation. So Sid Gardner and I are back together, having been apart for ten years. So I remember finally, we have to close up the office. And Hedy and I fly to LA. We get a U-Haul truck, rent a truck. And Sid comes down and the three of us get all the furniture from the office that we haven't just given away to people, pile it in the back of the truck, and leave about ten o'clock in the morning, when we got the truck loaded. In the meantime, Linda Wong is there, looking like she'd kill me if she had a gun. So we get all piled in the truck, say goodbye, and Hedy and I drive up Interstate 5 with a truckload of the remnants of California Tomorrow. It was like the retreat from Moscow.

Lage: [laughs] Let's stop.

[End Audiofile 24]

Begin Audiofile 25 03-26-2009.mp3

Lage: Okay, we're starting tape twenty-five. Still March 26. And we're coming to sort of a logical stopping point here.

25:00:00:12

Butler: Yeah. Well, just to get us— So it's January of 1991.

Lage: When this happened, the closing of the LA office.

25:00:00:22

Butler: And Hedy and I have driven back. By the way, on the way, I remember we stopped at a truck stop, because we got this U-Haul rental truck. And I'm there with this nice looking twenty-six or –seven-year-old Chinese American. And I remember some trucker came up and looked at us. It was like, what in the world is that young girl doing with that old guy? He must've bought her or something. [laughs] And Hedy and I laughed about it. But anyway, so we got back. So that was the end of LA, the LA office, all the rest of it. And so by January of 1991, we were within two or three months of closing the doors.

Lage: You had no money.

25:00:01:09

Butler: We had no money. The fellowships had all run out. By the way, we'd run a radio program for three years, started by Tim Fong. We tried *everything* with the fellows. So we had a radio program to go—

Lage: In LA?

25:00:01:30

Butler: No. Well, part of it was in LA. He did a study on Monterey Park. Later he did a PhD thesis about Monterey Park, which was the first Asian city in California. They had this saying: Will the last white person out of Monterey Park bring the flag? *Awful* stuff. So he did radio programs on Monterey Park and it becoming an Asian city and the whites bailing out because they didn't want to live there and so on. But now, all of that was finished by then. Those fellowships, everything.

Lage: And you didn't have the Irvine Foundation.

25:00:02:10

Butler: We didn't have the Irvine support. We'd had support from Roger Heyns at the Hewlett Foundation. So we got home. And so basically, California Tomorrow is the board, me, Laurie, Hedy, a lovely woman that ran the office, and that was it. And we were going to have to close the doors in a couple of months because we'd spent money of Laurie's that was supposed to go for her latest project. And I remember the three of us got together and Laurie said, "I think we can keep this thing going. I'll keep it going." So I went to Roger Heyns and I just basically told him, "We expected to get some money from your guys for a big project that turned out that you didn't really want to fund and all of that." And I said, "I'm on the ropes." And I'd known Roger from way back—not well, but well enough—when he was the chancellor [at Berkeley] and I was running the Fund for the Improvement of Postsecondary Education and so on, but he wasn't some pal. And I just said, "We're in really big trouble and need some help." And he reluctantly said, "Okay, here's 50,000 bucks as a going away present. And if you fold, you fold." So I came back with the \$50,000.

Lage: This is from his discretionary fund.

25:00:03:52

Butler: Yes. Yeah, this is like, I don't want to ever see Lew Butler again in my life. [Lage laughs] It's going to cost me \$50,000 to get rid of him. By the way, when he later started and they funded the California Policy Institute, [chuckles] he asked me back to give the opening little speech, when they'd organized the California Policy Institute, as to how much trouble you can get into trying to influence national policy, because I'd done that at UC and I'd done that with California Tomorrow. It's not easy.

But anyway, so I get the \$50,000 and Laurie and Hedy say— Hedy even offered to go unpaid. The loyalty of these people was unbelievable. And Hedy was a single woman. I don't know what the hell she was going to do for *food*. But they said, "We'll save the organization." And they did. Laurie raised money, they started new projects. That's the whole rest of the story.

Meantime, going back, what had gotten us into this problem is that by 1989— Keep in mind originally, this had been called the Campaign for California. Big political emphasis. I was going to straighten out politics in California— campaign finance, you name it. Well, you have an election coming up. It's Dianne Feinstein running against Pete Wilson for governor. And I said, "We ought to use this election to run our own political campaign and try to force the candidates to talk about California's future as a multiracial society. So I go out and I raise money for this political campaign.

Lage: But not in support of one or the other of them?

25:00:05:54

Butler: No. And our goal is we're going to beat on Pete Wilson and Dianne Feinstein to quit talking about jails and drugs and crime, which is all the campaign is about, and we're going to make them talk about California's future as a multiracial society. So I run around, we raise the money, we run a full-page add in the western edition of the *New York Times*. And I get all these people to sign the ad from around the state. People that had been on the board of California Tomorrow, like Antonia Hernandez—by this time, she's left the board; and Rich Rominger, who I've met, who's a farmer, who's been the secretary of agricultural for the state—by the way, he's still a great friend, and his family farms our farmland in Yolo County. And he was the number two guy in the Department of Agriculture for [President] Clinton. So I get Rich to sign up, I get—I'd have to look at the list, but every name that I know of that's known about in California.

Lage: Signing this ad?

25:00:07:03

Butler: To go on the ad saying, "We believe—" And it's about eight of us in the ad. Why don't you stop just for a second? The ad was here. [audiofile stops and restarts]

Lage: Okay, we're back on and you have a copy of the ad.

25:00:07:16

Butler: [over Lage] So we get all these—

Lage: Turn it around so we can get a picture of the ad. "For a better California tomorrow, we'd better wake up today."

25:00:07:31

Butler: Okay, so it's—

Lage: Did you have an ad agency?

25:00:07:35

Butler: It's signed by Leo Estrada, UCLA School of Architecture; Walter Gerkin, chairman of the executive committee of Pacific Mutual Life Insurance— Walter had offered to be a mentor for one of our fellows, just terrific; Antonia Hernandez, president of MALDEF; Donald Kennedy, president of Stanford University; Charlie Knight, school superintendent, East Palo Alto; Stewart Kwoh, Asian Pacific American Legal Center, Southern California; Mel Lane, co-chairman of Lane Publishing; Hugo Morales, Radio Bilingue; Susan Westerberg Prager, dean of the UCLA Law School; Cruz Reynoso, former justice of California Supreme Court; S. Donald Ritchey, chairman, retired, of Lucky Stores; Richard Rominger, farmer; Mark Ridley-Thomas, Southern Christian Leadership Conference; Morris Thomas, attorney; Yori Wada, UC regent; and signed by Lewis H. Butler, chairman of California Tomorrow, Linda Wong, president of California Tomorrow.

So I was running around the state, running a political campaign and made another horrible mistake. I hired a political campaign outfit here in San Francisco, a guy that I knew and liked. And I suddenly realized that— We got about three months into this thing and they were going to charge us a fortune, and I didn't like the people that were going to be working on it, and they didn't understand California Tomorrow. It was just another way for them to make some money. They didn't have a candidate.

Lage: Did they do that ad?

25:00:09:17

Butler: No, we did the ad. The ad was done by Bud Arnold, who had done all of the stuff for McCloskey's political campaigns. And Bud was a one-man ad agency at that point, and a great friend. And so we paid Bud some money and he designed the ad. And I remember one of the first versions of the ad. It says kind of, "Wake up, Dianne, wake up, Pete." And I said, "No, Bud. [they laugh] No." So anyway, he designed the ad and we ran it. But then I had to fire the political outfit that I'd hired to help me run the campaign because they were no good and we couldn't afford them. And then, of course, I had to have the guy that solved all problems for me, Marty Krasney, come in and negotiate with them and get them paid off for five cents on the dollar or something.

And then I'm figuring out, how in the world am I going to run this campaign? We got it all cranked up, but there's nobody to run it. But someone says, "Well, get ahold of Terri." [laughs] By this time, Terri Lobdell, having started the magazine, is back in Palo Alto raising children. And she is the most efficient human being in the world. And so I go down, I said, "Terri, I can't

believe you'd be interested in this." She said, "Sure, I'll do this for you." She said, "I'll have to do it from home, with a fax and emails." And email was just kind of coming in. I'm not even sure we had it. But she said, "I'll have to do it at home, because I'm home with the kids." So Terri Lobdell organizes [chuckles] a statewide political campaign, in which I'm the candidate. Only I'm not running for office. I'm just running to get interviews with editorial boards and newspapers and anybody, and go to meetings and Rotary Clubs and all the stuff that candidates do. And I'm there basically beating on both Feinstein and Pete Wilson.

Lage: And did this work? She got you these gigs, then?

25:00:11:46

Butler: I got all of these things, yeah. We got op-ed pieces. Her brother was a reporter with the Long Beach paper. I went to probably twenty newspapers. They would write stuff. They'd at least report that this funny guy was in town, [Lage laughs] saying things. It had no effect on the campaigns whatever. Dianne Feinstein—

Lage: Hold on one minute here. [audiofile stops and restarts]

25:00:12:12

Butler: I'm going all over the state. And I had a fellow with me, to start, and then— I forget. The guy had to go back to school or something. And then I ended up with these two amazing fellows. One of them was Goodwin Liu. And Goodwin, I had met when he was a junior at Stanford and he'd been in the Haas Center for Public Service and had ended up writing an article about me for their publication. And so Goodwin came. And it was one of these classic American success stories. His mother and father were Taiwanese—or Chinese that had ended up in Taiwan, I guess, when the nationalist folks had to leave—and ended up here as doctors in the United States. And Goodwin was this all-star student at Stanford, who, by the way, got a Rhodes Scholarship. When Sheana and I were back at Oxford once, we went looking for him, and unfortunately, missed him. Goodwin is now on the faculty of Boalt, and was just a star lawyer in Washington. And Goodwin is going to be— He's just a complete all star. He ended up as the chairman of the board of the Haas Center, that he'd been in as a young student with at Stanford.

Lage: So he came around to meet with these various groups.

25:00:13:42

Butler: So Goodwin would go with me when we'd meet with people, and he'd make arrangements, and Terri would tell him what to do and he'd do it. And then the next one— And Goodwin had to go back to school by September, so then another fellow came to work with me. And that was Eric Mar. Eric just got elected supervisor in San Francisco. So Eric and I then traveled around for the next three months. He became Goodwin, and we went to editorial boards, we went to the *San Diego Union*, we went everywhere.

Lage: And what kind of reception did you get?

25:00:14:21

Butler: Always got a very pleasant, polite reception. As I say, it had no effect whatever on what Pete Wilson and Dianne Feinstein were saying. It was this *terrible* election. And of course, Feinstein lost, Wilson won, because this whole kind of reaction was setting in in politics, which then led to all of those measures on immigrants, bilingual education—

Lage: Under Pete Wilson.

25:00:14:50

Butler: —affirmative action. That whole tide was turning. But the great thing was that we—or at least for me—is that I talked to good people all over the state. And I remember by that time Fresno Tomorrow had fallen apart. It was basically Hugo and a black friend of his from Harvard, they were the key people; because the black community in Fresno is West Fresno, on the other side of the tracks, and they were trying to get them together; but there was a black school deputy superintendent who was in trouble and had to be removed and was doing illegal, if not criminal, things; and that tore up the tie between the black community and the Latino community in Fresno and tore up the tie between Hugo and this friend of his. They hadn't had anything to do with each other for three or four years. And I went back there and the black guy came to the meeting and so did Hugo, and they sort of made up. And then there was this other great guy, Juan Arambula, down there, who was going to run for the school board. He was a great friend of Hugo's, who'd also been a farmworker, also been at Harvard, wanted to be a PhD in history. And Juan and his wife were very helpful and all that kind of stuff. He's now in the state legislature representing Fresno. So there were all these good things happening, but none of it had anything to do with— [they laugh]

Lage: Nothing that impacted the—

25:00:16:27

Butler: With an impact on the political campaigns.

Lage: And that's what diverted your—

25:00:16:32

Butler: And meantime, I wasn't paying attention to California Tomorrow, because this was all 1989 and 1990, and Linda Wong was getting in trouble. So that was the last of political campaigning, until McCloskey and the Revolt of the Elders, years and years later.

Lage: This is probably a good place to stop—

25:00:16:57

Butler: That's where we're going to stop.

Lage: —because we're entering a new era in California.

25:00:17:00

Butler: That's where I intended to stop.

Lage: [chuckles] Okay, good.

Interview 10: April 9, 2009

Begin Audiofile 26 04-09-2009.mp3

Lage: Okay. We're back on with Lew Butler, session ten. This is tape twenty-six, and today is April 9, 2009. You've had an eventful life.

26-00:00:18

Butler: [they laugh] I guess.

Lage: Okay. And we're just skimming the surface, I realize.

26-00:00:23

Butler: Well, I think we sort of stopped after the debacle in Los Angeles and the retreat, like the retreat from Moscow. So anyway, there we were.

Lage: And Laurie sort of taking over.

26-00:00:37

Butler: Laurie taking over, and Hedy Chang. And eventually, because Laurie felt that an outfit devoted to multiracial, multicultural California, somehow that was an anachronism, when you had two white folks running it, herself and me. And so eventually, her desire—and we did it—was to make Hedy Chang the co-director. And that went on for some years, until Hedy retired, had a baby and all of that. It never really worked, like having two people run anything never really works. We staggered through with it. It didn't cause a lot of trouble, but it would've been better to have a single person running it.

Lage: Your board was quite diverse. Did they also feel that it was not such a good idea?

26-00:01:39

Butler: No, I don't think so. I think it was basically Laurie and me felt sort of self-conscious about the fact that we were both white and by that time, the board was two-thirds people of color. But it didn't bother them. It actually got to be a joke because there were three or four of us, I guess, on the board, and they called us the white boys. And so [chuckles] when I finally retired, they had this seventy-fifth birthday party for me, they put up joke posters. And it said, "Elect me mayor. Vote the white boy, white dog ticket," [Lage laughs] with a picture of me with my dog that was a kind of white lab. And then there was a picture of me at age two with a white teddy bear saying, "Vote the white boy, white bear ticket." [laughs]

Lage: That's an interesting— the whole way we negotiate these racial things.

26-00:02:43

Butler: Well, the board was wonderful. By that time, I had sort of retired my old friends—

Lage: You mean retired them from the—

26-00:02:56

Butler: From the board, that had helped me start the thing. Dick Reinhardt and Neal Halfon and people like that. And then they'd been replaced by other folks.

Lage: Who were more diverse?

26-00:03:12

Butler: Well, much more. By the time we really had the board going, it was more diverse because we had Antonia Hernandez and so on. But it got even more so and we had our first black board member from New York and so on. And of course, Hugo had stayed on, still is on the board. And we had a wonderful black woman, Joyce Germaine Watts, that was a great friend of Laurie's—*became* a great friend of Laurie's—from Los Angeles. So the board, when it finally ended up, there were— Well, there were two people that came on the board that weren't of color. And one was Len [Leonard] Kingsley, who'd been head of the museums in San Francisco, the Fine Arts Museums. That is, he was chairman of the board. And a wonderful friend from thirty years back. And when he finished all of that he said, "I want to help you," and came on the board to help raise money, and it was wonderful. The other one was Bob Friedman, who was my former fellow from way back and Dan Koshland's grandson. And Bob was working on assets for the poor. And so he came on. But then Alan Watahara came on, and others.

Lage: What about the fellow from Lucky Stores?

26-00:04:43

Butler: Well, Don Ritchey left the board after he had saved my life by solving the Los Angeles problem. He left the board after a couple years. But he stayed around to help me, and is still helping me. [chuckles]

Lage: Now, you mentioned a couple instances where certain people sort of brought you up short and made you realize that you were seeing something through a lens of privilege or— And were there others?

26-00:05:15

Butler: Well, I remember the most striking example of that was that— It's amazing how little you know sometimes about stuff. When we had all the fellows together in the 1980s, the late eighties, I had said that the whole model of California Tomorrow was that everybody came in there and took off their— and this was literally the language—took off their t-shirts that said white, black, Hispanic, Asian American, whatever, and then we all worked together. And Bruce Kelley had kind of gone along with that, too. And so the fellows basically convened a meeting to tell off Bruce Kelley and me and said, "That's not only impossible but it's wrong. Every day we walk on the street, we're black or Asian or something. We can't take off any t-shirt. And by the way, in here, we don't *want* to take it off. We want to all work together on

these issues. But we are who we are, which is an African American, an Asian American and so on.” And then I said, “Well, it was interesting that I was an Irish American, but somewhere along the line, they dropped the slash and the Irish just became Americans.” And they said, “Well, that’s fine; that only took a couple of hundred years.” [they laugh]

Lage: But perhaps you still had this identity, which isn’t really recognized, as a white American.

26-00:06:58

Butler: Well, yeah, but the identity was sort of the dominant identity. And so white Americans don’t refer to themselves as white Americans.

Lage: I know. But it’s not acknowledged.

26-00:07:12

Butler: And that was when we started talking about getting rid of the word minority. And so this reference to white boy was a sort of happy way of calling me what I was, [they laugh] but in a very friendly fashion.

Lage: So it seems like it was a process of education for you, also.

26-00:07:34

Butler: Oh, it was a great process of education. And it was a great process of education for other members of the board. I mentioned about Hugo. Hugo had grown up in a system where white boys were not your friends. You knew them at Harvard, but they were in another world. Especially if they had money and you were a farmworker kid. And gradually, that all began to sort of— It never disappears, but it would just sort of settle down in some way, where— With Hugo, he ceased to be a Latino and a farmworker, and I ceased to be kind of a white boy. We were just great friends that came from different places and did different things and looked different. I was a lot taller, for one thing. [they laugh] He was a lot smarter. Anyway, it was that kind of thing. So the distinctions were always there.

I’d go up and spend time with Hugo’s family. His father came from a hat-making village in the state of Oaxaca. And so one time I went up there and his father’d had the village make a hat for me that said Lew on the front. [they laugh] It was just a lot of wonderful stuff. And as I mentioned before, when we would have these weddings, that’s when you’d really see how wonderful it was because people would come to the wedding that hadn’t been part of California Tomorrow, and they couldn’t believe what was going on. Especially when Hedy Chang— And we had [chuckles] these two black ministers and two Chinese bride and groom. The whole thing was just too good. So that was kind of the way things—

When we started, it was an effort to make all of that work, and they were educating me and trying to do all of that. After the first ten years, I think it

was a subject that just kind of didn't come up. By that time, we'd all kind of learned.

Lage: Yeah. And you were all working towards similar goals and—

26-00:09:48

Butler: Yeah. And I remember we had a fellow come in that just didn't work out. But that person was sort of a professional Latino and wanted to come in and tell us all what it was like to be a Latino. Well, we'd already [chuckles] had Hugo telling us that for fifteen years; we didn't need that help. It was someone who just basically wanted to keep anybody else at arms length.

Lage: Now, tell me, what do you think allowed you to kind of move beyond your community, to become so involved with this issue and all of the diverse people?

26-00:10:33

Butler: Well, I think it's just a very long period of time. It started in the 1950s, with the black basketball team. I remember when the team decided to go up to the Napa State Hospital for that Easter and help the mental patients. And Sheana and I are looking at them thinking, *who's helping who* around here? These guys are terrific. They're helping us; we're not helping them. So it was there. And then the Peace Corps. You spend three years in Malaysia when there're probably only a thousand Americans in the country. There were other Europeans, so-called. Brits, of course. But you spent your whole life— We lived in a Chinese community, although there were a few Indians where we were, no Malays. The Peace Corps volunteers would go for weeks, sometimes maybe months, without seeing another white person. And I'd be visiting them.

Slowly, over the years. And then HEW, and I had all these outfits, and then California Tomorrow. Sooner or later, if you haven't grown up with people, like I didn't— There were no blacks in San Francisco. There were Asians, but not so many in our neighborhood. It's sort of osmosis. It just slowly gets more and more comfortable every day. And with California Tomorrow, we'd have a lot of parties in this house. And I remember one time a Latino guy came who was new and didn't know me. And he sees this big house in a white neighborhood—although now there're a lot of Asian Americans living in the neighborhood, but the houses are expensive—so anyway, the guy comes in, he sees a big house, he sees a big, tall white guy and he's kind of thinking, I think, "Why the hell am I here? I've gone to these places before and I don't like them." And it happened that I had gotten an award from a group in Los Angeles that was— I forget. It didn't have something to do with MALDEF, but it was a multiracial group. Anyway, the award showed— there was a poster and it was a picture of Martin Luther King and a picture of Cesar Chavez. And they had given me the award, and the award was this framed photograph with a little plaque on the bottom. Well, I hadn't thought anything about it. It was hanging in the kitchen. And this guy walked in and apparently

was wandering around. I don't even remember his name now. And he saw this poster and saw that I'd gotten this award, and to his great credit, he came up to me and said, "I was wondering what the hell I was doing in this house, and I see that thing on the wall. Nice going." [they laugh]

Lage: Nice.

26-00:14:08

Butler:

So it was little things like that. But anyway, going back to California Tomorrow, we just— Basically, it became Laurie's organization. And I went back to—not *back to*—I went to the role of what my title actually was. It originally had been president, maybe it stayed as that. But basically, I slowly went back to being the chairman of the board, is what it was. Even though I was in the office everyday, I was raising money. But the major money was being raised by Laurie, from foundations, for projects. And then later by Hedy, from foundations, when she was the co-director. And they produced, over the years, this incredible series of reports and training for people. Laurie's was almost entirely devoted to education. And it ranged all the way from what you do in all farmworkers' schools, like Alisal High School down in Salinas, to the transfer from community college to major colleges, and how that was a major route for people of color to get into the four-year college system. By the way, exactly the way Antonia Hernandez had gotten to UCLA, when some wonderful teacher said, "You're too smart. Let's get you out of here and get you to UCLA." So it was all these reports. Laurie became, basically, the leading person in the United States on the education of immigrants and on multiracial, multicultural education. And Hedy worked largely on early childhood stuff and training people in county offices how to deal with a changed population.

Lage: Well, when you say training, did they have formal contracts with—

26-00:16:08

Butler:

Yeah, Hedy would be hired by a county to do training sessions to help people understand what was going on. One of the classic examples that stood out for me—and I made a speech about it once to the appellate judges and local judges. Harry Low, who was a good friend, asked me to come down and speak to the appellate judges. And the thing I cited was what typically, what Hedy was training people about. It was the massacre of Vietnamese students in Stockton by a gunman that came on the school grounds and gunned down about eight kids. I don't know if you remember.

We did a cover article. It was the centerpiece of one of California Tomorrow's publications. And then, of course, all the mental health professionals rushed in to try to deal with the trauma of the other students. It was like Columbine, only it wasn't a student, it was just a crazed gunman with an automatic weapon, killing, I think, eight kids. And the kids were all Cambodian or Vietnamese or whatever, because Stockton had a very big Southeast Asian

population. Anyway, all of the health professionals that came in, mental health professionals, did nothing but scare the people. Because in that culture, *those* cultures, mental health meant that was somebody that dealt with crazy people. And so if anything, the mental health professionals in San Joaquin County made the problem worse, rather than better. And finally, somebody had the sense to go get a Buddhist priest, and he came in and started dealing with the families, and it really helped. And it was just a classic example of how we had to adjust all of our systems to deal with different cultures.

So I made that speech to the judges and said, “It isn’t enough for you to have an interpreter in the courtroom telling you what the person said, because the whole judicial system is foreign to them.” And for example, if you haul in somebody for whipping their child— When I lived in Malaysia, the Chinese family that ran a bicycle store down below us, I remember being there one day when they had the son up against a wall with his hands tied like this, and they were lashing him on the back. Well, you could go to jail in Stockton if you were white and did that. And these judges had to understand that they were dealing with thousands of years of history that wasn’t Anglo American. So we tried to train people to deal with problems like that.

One of my favorites was this Alisal High School because basically, I think the school district down there— It was 97 percent children of farmworkers. They were always the lowest performing kids.

Lage: And where was this?

26-00:19:37

Butler: This is down near Salinas.

Lage: Near Salinas.

26-00:19:42

Butler: And people were saying to Laurie, “Well, you’re writing all of these things about how to deal with this, but what makes you think *you* can deal with the problem? You’re just writing down words; you’re not showing us.” So Laurie says, “Okay, I’ll show you.” And so she got a grant to work, and I think it lasted for three or four or five years, in Alisal High School. Well, the principal in the high school—a lot of the faculty, I remember one in particular, some extraordinary Latina that had come back, daughter of a farmworker, had managed to get herself to Stanford, and majored in *math*, of all things. And got back, and she could’ve gone anywhere and gotten a great job. She went back to teach mathematics in this high school. So there was a lot of raw material. But the principal just thought, “I don’t need a bunch of people called California Tomorrow coming in here and telling me how to run my school.” So he was balking at it. But the school superintendent was okay about it. And finally, I forget the details, but the principal quit. But anyway, essentially, Laurie took over the high school. Not as the principal, but as training the

teachers. And I went down there a couple of times and it was obvious that these teachers just *adored* her.

Lage: They were open to the kind of—

26-00:21:07

Butler: Well, yeah, because they were younger. And she's an *amazing* person and a teacher herself, and she was teaching teachers. And pretty soon, they completely revised the curriculum. They had forty-five or fifty-minute class periods. She said, "We can't deal with that." So they extended them, doubled them, basically, so that class periods were an hour and forty or fifty minutes. And they had the English teachers using mathematics to teach English, and the math teachers using English to teach— And they did a lot of bilingual stuff. And it was a great success. I asked Laurie a few weeks ago about Alisal and she said, "Well, the school has just kind of slid back into some old patterns. But the teachers that they trained have gone everywhere and spread the word, kind of like an infection." So that's what Laurie was doing all those years, and she was doing it unbelievably well.

Lage: So you saw some real impacts. It wasn't just reports and—

26-00:22:16

Butler: Well, yes, but I wouldn't be the one to— But she got every kind of award that's known for this. And of course, in the middle of all of this there were these ballot measures—187 and, I forget, 209 and 227. They kept coming every two years. And Pete Wilson was backing 187, which was basically saying, we shouldn't be teaching illegals and we shouldn't be giving them medical care and all that. And while doing all the other things, Laurie was organizing all these political campaigns. I think it was 209 that was bilingual education. But they wanted to prohibit that.

Lage: I think that might've been 227. I think 209 was the anti-affirmative action one, if I'm not mistaken.

26-00:23:07

Butler: Okay. Well, Laurie was the co-chair of the anti-209 campaign, I think. Of course, all of them won, because the voters were white and people were getting nervous.

Lage: There was really a backlash during that time.

26-00:23:24

Butler: Oh, yeah. And it was—

Lage: So California Tomorrow wasn't just Laurie. Was this the organization that was doing the advocacy?

26-00:23:32

Butler:

Yeah, well, as a nonprofit, we were not in a political campaign, but as individuals, we could be. But Laurie was the principal one. I'd go around and make speeches, but I never had much active role in any of those campaigns. They had better people to do that stuff. And then we'd get together when the campaign was over and had lost, and keep people going. But Laurie was the leader of all of these things.

Lage:

And how did you work with her? You say you were in the office every day.

26-00:24:05

Butler:

Basically, it was that I said, "Tell me what I can do to help you." That was really what it amounted to. Principal thing was to make sure she raised money. We would go to foundations together. And then we'd be in New York and— She and I never traveled that much together, but we'd meet in places. And I remember one time in New York, I introduced her to Doc Howe, Harold Howe, who'd been the commissioner of education and was a great friend of mine, and he and I were on the board of the Whitney Foundation together. And Doc kind of fell in love with Laurie, thought that she was just the best thing he'd ever seen in the country. I remember he wrote her, sent her the lyrics from the song [from] *South Pacific*, [*You've Got To Be Carefully Taught*] "You've got to be taught to hate and fear," [laughs] and said that Laurie was the antidote to that problem. So he helped her raise money. And she just became a very famous, in those circles, a national figure.

Lage:

And you did some national work, it seems, also. Some training.

26-00:25:23

Butler:

Well, we were spread— We ended up in North Carolina, at their request—I forget the details now—to help them sort out problems in black schools, because you were starting to get a Latino population in North Carolina that came in for the textile industry, I think. And so we were getting hired by people around the country. But most of it was in California. Somebody ought to do an oral history of Laurie; that's the real way to learn all of this. Because basically, I was a cheering section and a fundraiser, and keeping the board committed and interested, and making sure we brought new people on the board. And by that time, Alan Watahara had come back on the board, and Marty Krasney, who was doing everything, and Bob Friedman and Kingsley, and then the other board members. And Stewart Kwoh had come on the board, who ran the principal Asian American legal center in Los Angeles. And Stewart ended up with every award you can get for everything. So we had a marvelous board.

Lage:

Did the board take an active role in deciding on policy or help to raise money, or what did they—

26-00:26:43

Butler:

Yeah, basically, the board would review what Laurie proposed. And in almost every—I don't remember *ever* telling her, don't do that. But the board would deal with the budget. By that time, they realized that leaving me in charge of the budget had caused this disastrous event in Los Angeles. But basically, the board were there to provide credibility, to provide leadership, a cheering section for Laurie, and to open doors. And they did. And then there were other things that would happen. For example, MALDEF was working on the census. And everybody had gerrymandered districts. So you'd spread the Latino population around as thinly as possible, so you wouldn't get Latino assemblymen and senators and all of that, and congresspeople. Especially in Los Angeles County, which has got, now, ten-million people. And so MALDEF was suing to block that. And then we even worked on the census—I forget which one it was—to try to make sure that the census count was accurate.

But by that time, at least among the people that were paying attention, California Tomorrow had a lot of credibility because we had predicted what would happen: that by the year, we'd originally said 2010, I think— We did this whole issue on the census. By the year 2000, everybody's going to be a minority. And the big problem, of course, was that while that was happening, 80 percent of the voters were white. So that's what the board was doing. But it was basically Laurie and Hedy's organization, but particularly Laurie's.

And in the meantime, I had gotten involved in doing other stuff. And part of it was Ploughshares, because I was right there in the same office. But also there were two—or three; I have to think about it now—big efforts that took a lot of time. And the number one was, that had actually started before California Tomorrow, back in 1979 and '80—I'd grown up next to the Presidio. And I had spent my childhood kind of in and out of the Presidio, as a kid, every day. And somewhere along the line, it just struck me that here was this incredible piece of land that sooner or later, the military was going to have to give up. Because even *I* knew the Presidio, as a military base, was a joke. Nobody'd ever fired a cannon from the Presidio. It was there because the Spanish put it there, and it was there because of the Civil War. But nobody'd ever fired a cannon in anger, even the sixteen-inch guns that I'd seen my uncle installing.

Lage:

But it was a nice place for the officers to live.

26-00:30:16

Butler:

Well, then I began to learn that if you went to West Point, the rule was you were a success if you make chicken colonel—that was lieutenant colonel—retired with a good retirement, and spent your last five years stationed in the Presidio, because it was the softest job. And I used to jog in the Presidio. The generals had houses that would sell, in this market, for ten- or fifteen-million bucks. Hidden away, these beautiful places overlooking the bay. So somewhere along the line, about 1979, it occurred to me that—and it had to do

with Malaysia and the Peace Corps and all of that—that increasingly, Asia was becoming important. Obviously, Japan was enormously important at that point. China, we'd had Kissinger and Nixon go to China, and it was no longer Red China, it was the People's Republic and we were going to be doing business with China. And that the obvious place where people from Asia, in particular, in America ought to get together was in California because that's where the coast was. And the obvious place on the coast was the Presidio. So I had this idea that we ought to get the army to give up the Presidio, and we would turn it into this international space. Well, it was so unrealistic you couldn't believe it.

Lage: Was this before there'd been about talk with Phil Burton and turning over as a park?

26-00:31:54

Butler: Yeah. And so I enlisted Peter Haas, who at that point, was running Levi Strauss. And Peter was a good friend and we had served on the board of the Rosenberg Foundation together. It was his brother Wally that had helped me when we did the thing out on Valencia Street in the sixties. So anyway, Peter and I really liked each other. Later on, the last year or two of his life, he had tickets to the Cal basketball games and he'd run out of people to go with—he was in a wheelchair—so I'd go with him to the Haas Pavilion. And it wasn't too hard for Peter Haas to get a good seat in the Haas Pavilion in a wheelchair, even though the pavilion was given by his brother Wally. So anyway, I loved the guy, and we were great friends. And so he offered to help me.

And we went around and we met with former Park Service people and all of that kind of stuff. And friends at the Ford Foundation that had been in the army said, "We ought to find a way to put the arm on the army to let go of this place." Well, that unrealistic idea went on for about two years. And I was traveling around trying to—I've since looked at the records; I can't believe all the stuff that we did. But what it really came down to was that there was no way the army was going to let loose of that base. By that time, Ronald Reagan was president and it just wasn't going to happen. So I found a letter I wrote to Peter and said, "My career as a real estate developer," I said, "isn't too promising." I said, "This is like trying to start a shopping center, when you don't own the land and you don't have the principal tenant." [they laugh] If you'd had either one, you might've been able to do something. So we put that on ice.

But it was being done out of the Institute for Health Policy Studies. And a wonderful Chinese American woman who'd been a Peace Corps volunteer, Eunice Chee, that worked there as an assistant, was helping me. And then another Asian American woman, Kathy Ko, who is the chairman of the Angel Island center that they've opened, to make it basically the immigration—to honor, just like Ellis Island. So they were both working at the institute. So we

had our little group and we did this. And a Philippine American woman, who was my secretary.

Lage: So it was kind of a Pacific Rim study center?

26-00:34:48

Butler: Yeah. And they were all humoring me and helping me, including my own secretary. I remember the high point of it was they came in one day and Eunice said— By this time, Fort Mason was operating and Greens restaurant was [laughs] going. And she said, “I’ve decided what my role is. When we get the Presidio, I’m going to open a restaurant called Yellows.” [they laugh] Well, anybody that could remember the Yellow Peril, when the Chinese were— Anyway, so I wrote—I found the letter—in ’81 or ’82, to Peter, and said, “Thanks. You’ve been so good. But this was really dumb. We’ve got to put this on ice.” Well, six or seven years goes by. And at that point, they announce they’re going to close the Presidio as a base. And I knew, because I’d been involved with environmentalists, that Ed Wayburn and his partner that had done the Golden Gate National Recreation Area—

Lage: Amy Meyer, are you thinking of?

26-00:35:56

Butler: Amy Meyer. And I had been on a board with them, the headlands, when we wanted to try to preserve the Fort Cronkite part of Marin. But anyway, then they’d gone on to do all of this, and they had gotten the GGNRA created. And they got Phil Burton to write in that if the Presidio was ever closed, it would become part of the GGNRA. And I knew from Amy and from Ed, that were in that— And I forget if we talked about that, but when I went to Washington, Ed called me aside and said, “Now, you’re going to go back there and you’re going to inherit these environmental programs.” And it was before EPA. And he says, “Don’t just get all caught up in this other stuff, *do* something.” [chuckles] Ed Wayburn was just— He’s still alive, you know.

Lage: I know, I know.

26-00:36:56

Butler: 102.

Lage: So you knew him way back then, before you—

26-00:37:00

Butler: Well, I knew him because of the environmental stuff, but I also knew him because he was a doctor and I was doing health policy. I remember he and some guys asked me to come over and talk about national health insurance at what is now called Cal Pacific [California Pacific Medical Center] but was then Presbyterian Medical Center. So I knew him then.

Lage: So he was saying, when you go back, don’t just focus on health policy.

26-00:37:24

Butler:

Yeah, do something. And then when I got back, I met— because of him, I'd met Amy. One of the great things about this [chuckles] Bay Area is it's small enough that people can actually know each other. So anyway, I knew that the Presidio, unless somebody screwed up the law, was going to go to the GGNRA. So I recruited Marty Krasney and a friend from— Can you stop a second? I have to think about— [audiofile stops and restarts]

Lage:

Okay, you got reminded of a name here.

26-00:38:03

Butler:

Yes. So I recruited Marty Krasney and a wonderful guy that I knew named Julien Phillips. And Julien had been one of the great, outstanding Peace Corps volunteers in Latin America in the early days of the Peace Corps, and had come back and done evaluations for Charlie Peters. And that's how I'd met him, and he was then twenty-four or -five years old. And then he'd gone on to a great career with McKinsey & Company and ended up in London, and ended up back here as the deputy director of health for California, in the Jerry Brown days.

Lage:

So you reconnected with him through the health thing?

26-00:38:44

Butler:

So I had seen a lot of him in the health thing. And then I think he'd gone back to McKinsey. But anyway, I recruited Julien and Marty. And then I'd gotten a wonderful letter from a woman I'd never met named Yoriko Kishimoto. And Yoriko was a Japanese American who'd gone to Wesleyan and ended up at Stanford Business School, but was sort of— had written a book about, essentially, California's future and adjusting to— And then she'd come across California Tomorrow and written me, just voluntarily, a letter saying, "I think what you're doing is wonderful," and so on. And so I had met her, but that was the end of it. So we decided that we'd try to have what we eventually called a Presidio Pacific center. And that would go back to what'd I'd been talking about in 1980, and it would bring together all the nations of the Pacific and so on.

So Yoriko and Julian and Marty and I set out—with the help of a couple of other people, but they kind of dropped away—to write a paper outlining this. And we convened friends and did all of this, and came up with this big plan. And one of the centerpieces of the plan, thanks to Yoriko, was a concept called *nemawashi*. Now, *nemawashi*, I knew nothing about, but she had educated us. And remember in those days, Japanese theories of management were *very* popular. And I think rightfully so. And it was turning out the Japanese would take over the worst plant that General Motors had in the United States, which is the one in Fremont, and Toyota went into partnership with General Motors. And in a year or two, the plant had been completely reshaped and was one of the most productive plants General Motors had.

It was clear the Japanese knew something. And according to Yoriko, *nemawashi* was the core of that. And it was a form of negotiation in which you don't negotiate. You get kind of in a room together and you talk, and nobody confronts and nobody makes demands. So we all got [chuckles] enamored of *nemawashi*, which I'm *still* enamored of, although I've never used it. And that was going to be one of the themes of this center, because people would come together not to negotiate an arms deal or a trade deal or anything else, they would come together to talk about common problems and how they approach them, and get to know each other and eat meals together. And there'd be restaurants that would serve every known kind of food.

And so all the nations of the Pacific would come together. And then what were they going to do? Well, we outlined about six or seven different things that they could look at, including healthy environment, trade, you name it. Well, that went on until—I guess it got serious enough that by about 1990, I think, I said, “Well, we need to form an organization to push this.”

26-00:42:15

And so I went to a bunch of old friends and said, “Would you participate?” And Len Kingsley had helped me, but the key was I went to Don Fisher, who had founded the Gap. And Don I'd known since high school. He was the best swimmer in San Francisco. It turned out that he got married a day after Sheana and I did, to Doris Feigenbaum, who lived around the corner from me. And her father, Joe Feigenbaum, was a friend of my father's, and I'd gone to sit on his lap when I was six years old, in the state legislature, when I went on the riverboat and all of that stuff.

And I knew Don, who we always called the Fish, because his name was Fisher, but also because he was such an unbelievably good swimmer. And Doris was in Sheana's class at Stanford. It turned out they were married the day after we were, and we all ended up in Hawaii at the same time. Sheana and I were in—we didn't have a lot of money—in a place that was \$16 a night, I remember. It was a bed and breakfast, up around the Queen's Surf in Waikiki. But they gave you a car. It was called the Hawaiian plan. Don and Doris were at the Royal Hawaiian. But after about a week, they called up and we had dinner together. And then he said, “You and I have got to go surfing.” And I'd done a lot of surfing, but never in big waves and never with fins. So we went out and bought ourselves wonderful Churchill fins, the best made and we went body surfing at Makapuu, out on the other side of the island. And Sheana was all relaxed because here I was surfing with the best swimmer in San Francisco, [they laugh] when he was a kid.

So we got addicted to body surfing. And we'd meet in the daytime, then we wouldn't see each other at night. And then Sheana and I went off. And then the last four days of the honeymoon, we were all together in Maui. That hadn't been planned at all, but by that time people were more relaxed about being married, and Don and I surfed every day then, [Lage laughs] at Hana.

And then when we got back, wetsuits had been invented and so we both bought wetsuits. And when we had little kids, he and I'd go out to the Cliff House and surf in the break that's just off the Cliff House, and then we'd go down at the Taraval hole and places like that. We even got— or *I* got arrested one day because it was illegal to swim out there. And Don is out there in the waves, sees the cop arresting me and just treads water out there. [Lage laughs] And I remember when he came in I said, "Thanks a lot." Because finally, the cop went away on his horse and said, "If I ever catch you two guys out here again I'm running you in. You're going to the pokey," and all that. I said, "Thanks a lot." He says, "Well, what was the point of two of us going to jail? I was going to wait till you went, and then I'd come home and then I'd come down and bail you out." And I'd come home from Washington and run into him. And I said, "How you doing?" He says, "Great. I never had so much fun. I've opened a store on Ocean Avenue. I'm selling Levis. And I'm selling records, but they're stealing the records, so I think I'm going to knock that off, and I'm going to open another store." Well, that's the Gap.

26-00:45:46

So by this time, Don is in the Gap Building, with a fabulous art collection. And we would celebrate twenty-fifth anniversaries together and do all of that, but we'd never done anything together. So I said, "Come on. We both grew up in San Francisco. Here's the Presidio. Let's go get this place." So we went around. We looked at Fort Scott, we looked at the main post, we looked at everything. And about that time, the United Nations had a conference on sustainable development in Rio. And through another connection, Michael Lerner, out at Commonweal, Marty was being sent by Lerner to go to the convention to figure out about sustainable development. So he went. He came back and we decided we'd focus the whole Presidio Pacific Center on sustainable development and we would focus it primarily on energy conservation, alternative energy, and we recruited the PG&E.

Lage:

Well, was it still going to be uniting Asia and—

26-00:46:59

Butler:

Yeah. And finally it developed that we would start by holding a conference on energy with the Japanese, which we did, in Tokyo. Yoriko, of course, had all these contacts in Japan. We set that up. And PG&E sent representatives and the Natural Resources Defense Council helped us and all of that stuff. And the PG&E was opening an alternative energy center in San Francisco at the time. Actually, energy conservation. And there'd been a competition to invent a refrigerator, that I think Westinghouse won, that would use a third less energy than— But the Japanese were better on energy in buildings than we were; we were better on appliances. So anyway, we're going big time with this whole thing. And Don and I had recruited this *dynamite* board to carry this thing forward. And we'd raised money. So he and I were the co-chairs. Then we had Warren Hellman, who I didn't really know at the time, who was a friend of Don's; and his sister, Nancy Bechtle, who I didn't know very well—they're all friends now; Bob Fisher, Don's son; Peter Haas; Don Kennedy—I guess he

had just stepped down from being president at Stanford; Yoriko; Mel Lane, who had run the BCDC [Bay Conservation and Development Commission] and the Coastal Commission, or was the chairman of those; Sally Lilienthal; Nan McEvoy, who I knew from the Peace Corps, and who by then was the chairman of the *Chronicle*; Cruz Reynoso, who had just left, been booted off the Supreme Court, he was a good friend from the Rosenberg Foundation; and a friend of Yoriko's who was running the Bank of California, [which] was then becoming the Union Bank, I forget; and Bill Roth and Claude Rosenberg.

Lage: That's quite a board.

26-00:49:10

Butler: Oh, it was wonderful. And Claude Rosenberg. And Claude and I had played semi-pro basketball together when I was in law school and he was in graduate school. And by that time, he'd become a great guru of investment, and Rosenberg Capital Management, which now is RCM. Claude's, sadly, dead. But anyway, we had this *wonderful* board.

Lage: And were they all committed to this same—

26-00:49:36

Butler: Yeah. Well, I think it was mostly because of Don. They knew enough about me to know that I was somewhat unrealistic about practical things, but there was nothing unrealistic about Don. [chuckles] The most decisive person in the world. He didn't build the Gap because he was wishy-washy or starry-eyed. So we'd have our meetings down in the Gap headquarters, and Don and I would go around the Presidio looking at the— Finally, I convinced him we had to take over the main post, the *whole* main post. And the model was Fort Mason, because the Fort Mason Foundation, some people that I knew had come in and said, "We'll take it off your hands for no rent, and run it for the Park Service," because the Park Service didn't want to be in the real estate business. And of course, the Fort Mason Foundation had become a great success, and I'd had my office there since 1982, with Ploughshares.

Lage: So that was sort of the model you were working.

26-00:50:46

Butler: So that was the model. Give us the main post for nothing, and we'll build an international institution, starting with energy. And we really had a lot of Japanese cranked up to do this. I went to Japan with Yoriko for the meeting and later traveled around with her, stayed with her family that was still in Japan.

Lage: Who were you competing with? I'm sure there was a lot of—

26-00:51:14

Butler: We weren't competing with anybody.

Lage: No one else had ideas?

26-00:51:16

Butler: No. Well, there were other things, but basically, the Presidio was going to be turned over. There was a lot of discussion what to do with it. They'd formed Presidio Council, of good citizens, and Jim Harvey, who ran Transamerica, was the chairman of it. And actually, a good friend of mine, Roger Kennedy, who was at the time with the Smithsonian, came out here and was staying with us, and I'd take him to see the Presidio. And he said, "This is the greatest piece of public land *in the world* available for a new use." And then Roger became head of the Park Service, of all things, under Clinton. And he was a big pal of Walter Mondale, and Mondale was the ambassador to Japan. We had Dianne Feinstein cranked up, we even had President Clinton talking to the prime minister of Japan about the Presidio, because Don and I went to see Dianne Feinstein in Washington. When Don asked people to do things, they tended to do it, [chuckles] because he was very generous with their campaigns, and a very powerful guy. So we had all kinds— So we had President Clinton talking to the prime minister of Japan about, wouldn't it be great if we all got together in the Presidio?

So that was bouncing along, and we had the meetings. I forget all the other kinds of stuff we were doing. But suddenly, the Republican took the control of the— Oh! Al Gore. That was the big deal. Through Walter Shorenstein. Don sent me off to see Walter Shorenstein. Like going to see a lion or a bear. All I knew is Walter Shorenstein was the toughest, richest office building owner around.

Lage: And a great contributor to the Democrats. So what was your meeting with him like?

26-00:53:33

Butler: So Walter Shorenstein said, "What do you want to do?" And I said, "Well, we've got the vice president— Gore has written a book about the environment and sustainable this and that. And we need Gore." So he says, "You need Gore, I'll get you Gore." So he *got* us Gore. And Marty and I went back to Washington and we met with Gore's campaign manager guy and all of that. And then Gore came out here twice. And Marty and I would go down to the airport and whatever it is, Air Force Two, whatever the vice president— And then we'd be in a room and then Al Gore would come in. And he said, "Well, what do you want to do?" And we said, "Everything you wrote about in your book." Which kind of took him aback for a while.

Lage: What year would this have been? Like '94?

26-00:54:28

Butler: This was 1993. And he'd come up with a plan for a global communication thing, involving students and all of that. We said we could headquarters that in

the Presidio. And he was going to get twenty-million bucks from the Congress.

Lage: You must've been flying high, it looks so—

26-00:54:49

Butler: Well, I thought we would really pull this one off. Well, then the Republicans get elected. Al Gore can't get a *nickel* from the Congress at that point, for any Al Gore project. The Republicans in the Congress don't even want the Presidio to be in a national park, some of them. And there were some real nut-case Republicans, especially a woman from Idaho that ended up on the parks subcommittee. And by the way, up to that time, we'd been negotiating with the Park Service and dealing with the Presidio Council. And Toby Rosenblatt, who I knew, and Jim Harvey, Don and I would go see them. But they weren't sure [laughs] that they wanted to get involved with us. They were just trying to make peace with the Park Service. And the Park Service itself, Brian O'Neill, who's still here, he'd come here for dinner and all this kind of stuff. And Greg Moore, who runs the Parks Conservancy, who's wonderful—we were all involved in this. But I think they thought Fisher and I were a little nuts. [Lage laughs] But we were nuts with some very important people. And they were saying, "Well, show us the money." So I remember at that point, I called up Peter Haas and I said, "Peter, we've got to commit some money." I said, "We don't have to spend it." And he said, "Okay." He said, "I'll put up a million bucks."

Lage: You have the right kind of friends!

26-00:56:30

Butler: And Peter had a foundation by that time. But Levi Strauss was riding high. And so I said, "Tell me honestly how you feel about Don." Because we were all on the committee, but I'd never discussed this with him. Because at one point, the Gap was the biggest customer Levis had in the world. And here they are in the same small town together, with offices a dozen blocks apart. And Don starts manufacturing his own jeans. And so finally, Levis had had to say to him, fish or cut bait. Either you sell our stuff or your stuff, but not both of them. So Levis cut off the Gap and the Gap produced their own jeans. So I didn't know if there was some residue of— A great tribute to Peter Haas, one of the nicest human beings that ever lived. He said, "Lookit. I admire Don for what he said." He said, "That was a business thing. It was decided that we had to part ways. We sold him a lot of stuff and made a lot of money when we did. And no problem at all. I'll call up Don and tell him, 'I'm putting up a million bucks; you put up a million bucks.'" So he does, and Don says, "Okay, I'm good for a million." So by this time, I can negotiate with the Park Service and say it isn't just Marty Krasney and me and Yoriko, we've got serious money. But the whole thing collapses.

Lage: I'm going to stop you right there so we can change the tape. [laughs]

Begin Audiofile 27 04-09-2009.mp3

Lage: Okay, here we are, tape twenty-seven and we're right—

27-00:00:07

Butler: So the Republicans get elected and there're people in the Congress that want to change the law so the Presidio will not be a national park, including this crazy lady from Idaho, a Republican congresswoman. And there's no way we're going to get the Presidio for nothing. In fact, it's barely possible to keep the Presidio as a national park. It's clear that if it is kept as a national park, the Park Service can't run it, because there're 800 buildings there and they don't know how to make a real estate deal. And so everything is up for grabs. And at that point, I went to Don and said, "The whole premise that we're operating on, that this was going to be a national park and it would be like Fort Mason and we could get the buildings from the— That's all out the window. And so," I said, "I think we've just got to shut down this whole thing because we're just taking up people's time."

So he and I wrote a letter to everybody, and we said we would shut it down, and we asked everybody for [chuckles] 5,000 bucks to close it up, because I'd been paying Yoriko and Marty; they were the staff. So we agreed to shut it down and we would devote our energies to getting the Presidio—one, saving it as a national park, and second, getting the Presidio Trust legislation passed so that there'd be an outfit that could run these 800 buildings. And by that time, the Republicans that didn't want to get rid of it as a national park said, "Okay, if it's a national park, it's got to be self-supporting." Well, to make it self-supporting, somebody had to know how to make a lease. And for example, they closed the hospital because it was not earthquake proof. Don and I had looked at it and we thought about taking over the hospital once. And in an earthquake, eleven stories of concrete slab, like an accordion, would smash everybody in between. So there were all these problems. Well, anyway, we wrote a letter and said, "We're shutting it down. Please send \$5,000." And I had to fish up 5,000 bucks so I could match my friend Fisher. Now, actually, we didn't get 5,000 bucks from Don Kennedy, we got it from the people we thought—like Mel Lane—who could afford it. And again, it was just an example of— I knew Mel from forever back. I grew up with his wife when we were teenagers.

Lage: Another example of this small, interrelated community.

27-00:03:18

Butler: Yeah. It was my indication of why you could do things here that—even in the Bay Area, because it wasn't like Berkeley was that far away, or Oakland—you just couldn't do in Los Angeles. I'd learned that lesson. But here, you could do it. And I remember in the middle of this, I was down— Laurie and I had tried to move immigrant education to the education department at Stanford. And Don Kennedy was the president and he was helping me. That's

when I found out the president of the university assigns parking spaces, but he doesn't tell the faculty what to do. So he got it all signed up and we went to the Department of Education. And another stupid thing I did, I spent six months trying to transfer our work on immigrant students to the Department of Education at Stanford, figuring this was a long-running problem and I didn't know whether California Tomorrow would last.

Lage: You mean you really wanted to transfer the research—

27-00:04:12

Butler: I wanted to move Laurie and the whole project to Stanford, and Laurie would become a professor.

Lage: Had she gotten her doctorate by then?

27-00:04:23

Butler: I think she had, but I forget. But she was going to get it. But that's when I got a real lesson about dealing with the faculty. And I had actually known the guy that was the dean of education. But it was clear that universities didn't want to get their hands dirty with immigrants in schools. And if they were going to do anything, they would study the problem, they weren't going to—

Lage: They didn't do what you called action research.

27-00:04:47

Butler: [laughs] That was another one of my bad ideas. But anyway, Don Kennedy had been wonderful. And I was serving on the board of the Haas Center for Public Service, and John Gardner was the first Haas professor. And Mimi Haas, Peter's wife was— And Don Kennedy had basically started the Haas Center, along with Peter Bing, Stanford's greatest trustee. And so we'd all become friends, everybody. And Peter Bing had helped me with California Tomorrow in Los Angeles and all that. Anyway, so everybody was very helpful, but it was clear that we were going to have to shut down the Presidio thing. So then the question was what to do. And Nancy Pelosi, the congresswoman, then convened us all and brought in the Republican chairman. It wasn't Ralph Regula; he ended up as being a great champion, a Republican in the Congress, and a great friend. And he was here for the opening of the Fort Baker center that has now got another name, Cavallo Point. But anyway, Nancy got us all together for lunch with the Republicans, and she invited every Republican she knew. And that was Don, who'd been a huge supporter of hers. I had basically met Nancy through Don.

Lage: Don Kennedy.

27-00:06:22

Butler: Don Fisher.

Lage: Oh, Don Fisher, yeah.

27-00:06:24

Butler:

Don Fisher. So anyway, she convened us all, and the question was, we had to do something in Washington to keep the park and get the Presidio Trust. And I remember we went around the table and she introduced us all. And she said that Lew was assistant secretary in the Nixon administration. And I said, "Nancy, you've been needling me about that for years." And she said, "Shut up. It's an asset now." [they laugh] I remember that exactly. Did I tell the story about her trying to rent this house?

Lage:

No, no. I don't think she's come up at all in this.

27-00:07:06

Butler:

And I had kind of known her brother-in-law from way back, who was a supervisor. But anyway, Sheana and I had gone to Washington. And our real estate agent said, "I've got a family that wants to rent your house and it's all set." And then she called up to say that it's not for rent. It is for rent, but they don't want it. They walked out on the deal. Well, ten years later, when I went with Don Fisher to talk about the Presidio to Nancy, who's then the congresswoman, has taken over from Sala Burton, Nancy says, "Well," she said, "Did I ever tell you about your house?" And I said, "What do you mean?" She said, "Well, I was going to rent it when Paul and I came out here from Baltimore." She was in politics then, but she was in politics because of her family history, but not San Francisco politics. And she said, "We had five kids and the house was big enough. And at the last minute, I discovered that some guy that had gone to the Nixon administration owned the house, and I told the real estate agent, 'I couldn't sleep a damn minute in the bedroom of some jerk that is working for Richard Nixon.'" [they laugh]

Lage:

That's a great story.

27-00:08:29

Butler:

And then about six years ago, she had a reception at her house for a guy that'd been secretary of HEW, and she invited a bunch of usual suspects, like Sheana and me. And for some reason, in the middle of this reception, she told this story [laughs] about her relationship with Republicans. At the time, none of us realized she would become the first woman speaker of the house and the highest ranking woman in the history of the United States government. But anyway, she convenes us all. And Don says, "Okay, we're going to Washington. We're going to push through this legislation." In a Republican Congress. So he's got a corporate plane, the Gap, and so we all get on the airplane. And he said, "Who else should come?" I said, "Well, Mel Lane certainly should come." Because Mel was the greatest Republican environmentalist California had ever seen, I would say. Anyway, so we had Mel Lane; we had the guy that now runs the Presidio Trust, who was then just a PR, sort of public relations person for what's now the conservancy; Jim Harvey; Toby Rosenblatt; myself; Don— I forget.

Lage:

And these were all Republicans.

27-00:10:01

Butler: Well, yeah, I guess. Not Toby. I'm not sure. But he and Jim were the Presidio Council. And Toby ended up being the chairman of the Presidio Trust.

Lage: I see.

27-00:10:17

Butler: But no, I'm sure Toby is a Democrat. Anyway, we all get on the airplane and we fly back there on the Gap. And Don says, "Okay, we're meeting with Nancy and then we're going to meet with Newt Gingrich and sell him on this thing, and then Bob Dole." And I'm saying, "This is really interesting." So we go. And we go to see Nancy and she says, "Okay, I've got to stay in the background here because this is a Republican deal. They're running the Congress now." And she introduced us to Bill Richardson, who's now the governor of New Mexico, who was, by the way, a wonderful congressman. He was on the parks committee, and he sort of helped us. They told us who the nutcases were. And Don was going to testify before the parks committee. Well, we did all of that. I remember after we had seen Gingrich and Dole, about a half an hour each and—

Lage: Did you get any engagement with them?

27-00:11:21

Butler: Well, Don was sort of the spokesperson for all of this. And I don't remember saying much of anything other than, how do you do?

Lage: But you had the asset of having served in the Nixon—

27-00:11:31

Butler: Well, we had the asset. And the Lanes had given a lot of— And this ambassador, Bill Lane— Mel's brother, I think, was then the ambassador to Australia, and has ever since gone— He hands you his card, it says, Ambassador Bill Lane. So he had Republican connections and all of that. And I'd at least been in the Nixon administration; I hadn't given anybody any money for anything. Anyway, after we'd seen the two of them, they both listened and said, "Well, it sounds like a good idea. And yeah, I think we can help you," and so on. We got through, I said, "Don, how much did that cost you?" He said, "Well, I got a cut rate." I said, "What do you mean?" He said, "Well, they wanted \$100,000 for me to join the national Republican support club," whatever it is, for the party, "and \$25,000 to support the California version of that."

Lage: This was to get their support, basically.

27-00:12:34

Butler: This was to get the *meetings*.

Lage: Oh, to get the meetings.

27-00:12:37

Butler:

The half an hour meetings. He bought us an hour's worth of the two key guys. And he said, "I bargained them down to 100,000 bucks. So The Fish had ponied up \$100,000 and we had the meetings. And so we had support for Presidio Trust legislation. And then Don testified before the committee and this nutcase— I can't remember her name, but she later lost her seat. She was from Idaho. She's the one who really wanted to sell off the Presidio.

Lage:

Did she give him a bad time?

27-00:13:17

Butler:

Oh, yes. There were others, too, but the chairman of the committee was sane. But it was clear that the fallback position of the committee was, oh, we won't sell it, but you've got to make it self-supporting in fifteen years. On the question of selling it, Don was terrific. And I'd never seen him really in politics before. He said, "Well," he said, "if you think it's a good idea to sell this, let me tell you something about the Bay Area and getting real estate entitlements." Basically, he was a real estate guy that ended up in the clothing business. And one reason the Gap was successful is that Don knew where to buy stores and on what corners, and how to make deals. And he said, "Take a look at Hamilton Field." He said, "It was closed thirty years ago, in Marin County, to be sold off to private—" He said, "It's been thirty years. They've been thirty years figuring out who gets the entitlements. It has to go through all the local board of supervisors of Marin." He said, "If you think you're going to make money selling the Presidio, you won't get the money for thirty or forty years." He said, "Every interest group in San Francisco will block any kind of deal, any construction of *anything*. And if they don't block it, they'll tie it up in courts and in the board of supervisors." He said, "The board of supervisors will kill you, the planning commission will kill you."

So he gives a lecture, [chuckles] which is totally accurate, that they can't sell it. Doesn't make any sense because nobody'll buy it, because it doesn't have any entitlements, they won't know what you can do with it. So the fallback position is the Presidio Trust legislation, modeled on the Pennsylvania Avenue Trust, I think it's called, in which the federal government took over all of the liquor stores and shabby stuff on Pennsylvania Avenue and basically took over Pennsylvania Avenue, and then leased it out and turned it into what it now is. And it's a public trust organization and the president appoints the members.

Lage:

And whose idea was that?

27-00:15:35

Butler:

Well, it was everybody's idea that we use this model for— Because clearly, the Park Service can't— Now, the Park Service is not enthusiastic about the idea.

Lage:

About the trust idea.

27-00:15:48

Butler:

About the trust. Roger Kennedy is still there at the Park Service, but the Congress is Republican and they don't want to have much to do with Roger. And so finally, we get the Presidio Trust legislation, even though the Park Service was basically against it because it was an insult to the Park Service saying, you can't run the place, we've got to get somebody else. And then there would be arguments about who has jurisdiction over what. As it ended up, the Park Service still has Crissy Field and all the stuff on the water around it, and the Presidio Trust has all the buildings in the middle, 800 buildings. So it takes another two or three years to pass the Presidio Trust legislation. We find out that one of the Alaskan senators— Alaskan senators are powerful people.

Lage:

[laughs] Right. Surprisingly so.

27-00:16:54

Butler:

And this is [Frank H.] Murkowski. And Murkowski wants a deal for some pulp mills in Alaska, and he holds up— Anybody can put a hold on a piece of senate legislation. He doesn't give a damn about the Presidio, he just wants this deal in Alaska. And so everybody's trying to deal with Murkowski. I don't know how they finally did it. All I remember is that it passed with three minutes to go in the final session of that Congress. It must've been the Congress that ended in '96, I forget. Yeah, the one that started in '94 and ended in '96, whatever one that was. And somebody, the basketball senator from New Jersey, Bill—

Lage:

Bradley.

27-00:17:51

Butler:

Bill Bradley. Because he got involved and helped get it passed, even though it had nothing to do with New Jersey. But somebody asked him afterwards what it was like. And he said, "You're in the corner, you put up a shot, the buzzer rings, but the shot goes in and you win." [they laugh]

Lage:

So it was that close?

27-00:18:14

Butler:

He said, "We got it in the last three minutes or five minutes of the session." So then the Presidio Trust was passed. Clinton is still the president. Don is a Republican. But he wants to be on the Presidio Trust. Toby has no problem getting appointed. I had no interest in it. I remember the guy at the Park Service asked me. I said, "No, I'm not a real estate guy. I couldn't possibly add anything to that. I don't *want* to do it." So they rounded up, and they got Amy Meyer to go on and a bunch of *wonderful* people. And Don said, "Hey, can you help me get appointed through the White House?" And I called up Roger Kennedy and a couple other people that I knew and— Oh, and by this time, Mike Heyman was in the Department of Interior and he was helping us.

Lage: Or was he Smithsonian by then? He went back and was head of Smithsonian.

27-00:19:20

Butler: No, but he was in the Department of Interior before he went to the Smithsonian.

Lage: Oh, he was, okay.

27-00:19:24

Butler: Or vice-versa, I forget. Anyway, so—

Lage: So you got Don Fisher.

27-00:19:30

Butler: —Don got appointed and they got this terrific Presidio Trust group, and they set about to run the Presidio.

Lage: But did you ever try to revive your idea? It could've been done under the Presidio Trust, the Presidio Pacific Center?

27-00:19:42

Butler: Well, we didn't try to revive it because there was no way to get money from the Congress for it.

Lage: I see.

27-00:19:51

Butler: Al Gore was gone. By that time, Japan was in the middle of its horrible recession, so there was no money going to come from Japan. The only way to get the main post was to come up with a huge pot of cash. And you couldn't get a huge pot of cash unless you had a program, and you couldn't get a program unless you had a huge pot of cash. And so we just basically decided to—

Lage: Let that go.

27-00:20:23

Butler: Don was going to concentrate on making the Park Service a success through the Presidio Trust. And that was the legacy.

Lage: And now Don has his idea for the art museum.

27-00:20:34

Butler: Well, now he's got an idea— And I have volunteered to him that I thought a wonderful place for his museum would be at Crissy Field and not in the main post. And I've heard nothing in response to that suggestion. But the fact is the Presidio is a great success, but it's a real estate success. And George Lucas came along and tore down the hospital and built the film center and all of that.

Lage: And they've rented out some of those houses.

27-00:21:11

Butler: Yeah, and the old hospital that was there before Letterman, the high-rise, was built now has foundations all through it. It's the Thoreau Center. And it's a great thing. And then the Haas family, the Wally Haas family, Haas Jr's foundation, put up the money for Crissy Field. It's been a great success. And the Parks Conservancy has been a great success. But all the things that would've made it work as a center for sustainable development disappeared. Now they've all reappeared.

Lage: Except the money. [laughs]

27-00:21:52

Butler: China— Yeah.

Lage: It would be a great thing if it—

27-00:21:57

Butler: If the stimulus package would've gone to the Presidio for a center on sustainable development and alternative energy sources. But Barack Obama wasn't around. And you didn't have a Democratic Congress. And Al Gore, who ended up with the Nobel Prize, didn't have any real clout.

Lage: So timing is everything.

27-00:22:28

Butler: Yes, timing is everything. But I don't regret it, but it was just another something that we put a *huge* amount of effort in. And I could do that because Laurie was running California Tomorrow, and the less I meddled with what she was doing the better off she was, [Lage laughs] because I didn't have any crazy ideas.

And then after that, I got a call from Warren Hellman, who I hardly knew at that point. This must've been about— well, it was after the Presidio thing had shut down, a year or two after. And I only knew Warren because of Don and because he'd come to the meetings. And he said, "Peter Haas and I have a problem, and we want to talk to you and we want your help." And so I went. It turned out Len Kingsley was there. And I suspected what was going on.

They were both worried about the park system and particularly Golden Gate Park. They were worried that the de Young Museum was going to move out of the park. They had tried to raise money for the de Young through a bond issue and it hadn't worked. The Academy of Science was in bad shape, and the Bicycle Coalition and others were trying to close the park on weekends to traffic, which would just cut off anybody going to the museums, because their big days are Saturdays and Sundays. It's already closed on Saturday, at that point.

I don't know exactly, but I think the two of them figured out, well, they're going to come after us for lots of money for a new de Young Museum and a new Academy of Science. And besides, all the parks in San Francisco are in terrible shape; they knew that. But that was kind of an aside; I think it was really they wanted to bill this as a citizen effort to restore San Francisco's parks. And basically, they wanted me to lead it. And I said, "I don't know anything about parks. And what are you going to do about all the people that are in the— like citizens for the parks and the Neighborhood Parks Council? I knew that such things existed. I said, "They're all going to be angry that we got involved in it. And then probably SPUR [San Francisco Planning and Urban Research Association]." I said, "Everybody else is in this picture." And they said, "Well, that's why we want you to help. [laughs] We want you to deal with all of this."

Lage: Do the dirty work.

27-00:25:36

Butler: And finally, I remember—it was in Peter Haas' office—and I turned to Peter and I said—because it was Warren Hellman that was really kind of promoting it all—I said, "Peter, are you asking me to do this?" And he said yes. And I remember saying to him, I said, "Ever since I've known you, you've done everything I've ever [laughs] asked you to do. You've never asked me to do *anything*. So the answer is yes." So I find myself in the park business.

Lage: [laughs] Did you have an official title? Or was this—

27-00:26:20

Butler: Yeah. I was the chairman of the Partnerships for Parks, which we created. And we headquartered it in the Haas Foundation, Peter's foundation, which was across the street from Levis. And Mimi Haas and Peter and Warren and other people that they'd recruited were on the board of this thing. And we were going to take care of fixing up the parks. But clearly, the number one target at the start was Golden Gate Park and what was going to happen there. And I think one of the reasons this happened is that a woman that I had known for years—in fact, we even interviewed [her] to be the executive director of California Tomorrow—was running the Haas Foundation, Susan Hirsch, who was a wonderful friend and is the partner of Susan Leal, who ran for mayor. I'd known Susan Hirsch for twenty years. Her name before had been Susan Simmons; she'd gone back to her maiden name. And she was running Peter's foundation. They were putting up the first money, and so we put the organization together, and I would go down to work at the Haas Foundation.

Well, at that point, Len Kingsley, who's on the board of California Tomorrow and is a friend of Peter Haas's; and who'd been there for the meeting, and is a friend of Hellman's because they've all been on the symphony board together and all that stuff, Leonard goes to Peter and says, "Okay. If you want Lew,

it'll cost you \$100,000 a year." [laughs] So Peter ponies up 100,000 bucks—unencumbered, not for any project—for California Tomorrow.

Lage: *Oh!*

27-00:28:25

Butler: So everybody at California Tomorrow is overjoyed. They've gotten rid of me [they laugh] and my crazy ideas, and they've made 100,000 bucks in the process. And it turned out to be \$200,000, because it was a two-year deal. So then it starts.

Lage: So then you're really committed.

27-00:28:52

Butler: Well, then I'm committed and we have to figure out what we're going to do. And the best thing that happened—I have about eight or nine bad political ideas about what we're going to do. We're going to hold hearings around town, decide what to do. But fortunately, Susan Hirsch knows Mary Hughes. And Mary Hughes is the best political operator, in my opinion, now in this town.

Lage: What else does she do?

27-00:29:22

Butler: Well, she managed the campaigns of every successful woman congressman from around here, and a whole bunch of other people. Very close to Nancy Pelosi. The Congresswoman from Palo Alto is one of her clients; the congresswoman from San Jose, or in between. She was the executive director of the Democratic party at one point. And she's the Hughes of Staton Hughes. And I had actually done business with them before, another subject I'll mention about California Tomorrow. So anyway, Mary comes on. And we hire Mary to help us do a report on Golden Gate Park and basically to give me some political advice. So her advice is, don't do any of the things that you've just suggested. And she's a great friend. I'm having lunch with her tomorrow, and she's getting a Butler Koshland Fellow, so she can teach someone how to do what she does. So Mary arranges the whole thing. We get some people from consulting firms and we do a study on Golden Gate Park and how important a regional resource it is. In the meantime, Warren and Peter have sent me out to keep everybody calmed down.

Lage: You mean in these other groups?

27-00:30:51

Butler: In the Fine Arts Museums and the Academy of Science. So what I don't realize, of course, is that Warren and Peter have been involved in all of this stuff; that's why they wanted somebody to kind of get the heat off of them.

Lage: Oh, I see. They'd been involved trying to negotiate—

27-00:31:23

Butler: Yeah. And at that point, the big lioness in the de Young Museum is Dee Dee Wilsey, who later raises 150-million bucks to build the museum, of private money. And Dee Dee's been after Warren, by his own admission. And he says, "Well, now you go talk to her." So I went and I listened. [laughs]

Lage: Now, what was the controversy?

27-00:31:52

Butler: What she was going to do with the museum. By this time, she was either the—which she still is—either the chairman of the Fine Arts Museums— And I knew something about her because Len Kingsley had had that job before.

Lage: Had you been involved that much in that world, the arts?

27-00:32:08

Butler: I had *never* been involved in that world at all, but I knew about it from Len. Len was the chairman of the museum when, I think, Queen Elizabeth came and visited the de Young and all that kind of stuff. And Len was a *very*, very close friend. So he was giving me the inside story. He was no longer on the board. But Dee Dee Wilsey, to say the least, was a formidable character. So I would go and get lectured to by Dee Dee Wilsey, and then I would go and get lectured to by other people. And they had a crazy lady who they'd hired. It turned out she'd been fired as the president of Brandeis University. But whether they knew that and hired her anyway or didn't know that, she was then the head of the Academy of Science. And I went to see her about what the plans for the Academy of Science were, and she proceeded to tell me how terrible her board was and all of this stuff. I just was in this *mud pile*. And then I went to see the guy that was the chairman of the Academy, and it turned out that they fired her a few months later and brought in a wonderful guy that was on their staff. Anyway.

Lage: But your job was to try to move forth to renewing these—

27-00:33:36

Butler: But at that point, the de Young and the Academy had decided that they were going to move somewhere. They were going to move downtown, where it would be easier for people to get to them. And they had a plan to move to the Pier 27, which is a big kind of triangle shaped pier out there that they could put both institutions on and do all of this stuff, and they were going to leave the park. In the meantime, we're putting out reports on how important the park is. Well, I forget the exact sequence of events. And the mayor's in the deal, so Warren takes me to see the mayor. It's Willie Brown. I'd known Willie from way back when he was just a young assemblyman, but never known him well. But it was one of those things; again, this town is small enough. And Willie and John Burton—John had been a congressman when I was in Washington. And Phil Burton was a great friend of Jack Veneman and that. So I kind of knew these people. But I told Warren, I said, "I'm never

going to see the mayor without you. Because,” I said, “Willie’s so smart and good,” I said, “I could walk out of there and I wouldn’t realize for about five minutes that I didn’t have any pants on, he’d taken them.” [they laugh]

But so then Warren and I would get together for breakfast with the mayor to talk about the Park Department, and it was clear that they had somebody in the department that just shouldn’t have been running it and we ought to have a search for head of a park department. And I went to Boston to look at— They’d revived their parks and had a great— And we brought the guy out from Chicago that was running the parks, that was Mayor Daly’s chief of staff. And the Chicago parks had been a complete, total disaster, totally corrupt—the union, everything else. And the current Mayor Daly had shaped them up by sending his right-hand man down there and they fired 25 percent of the people. It was what you could do in Chicago. And Chicago parks had become a model, and so had Boston, both of them having been in the depths. And then Gavin Newsom was a supervisor and he was interested in the parks. So we would meet with Gavin and do this and do that.

Lage: Was Willie Brown interested in this?

27-00:36:11

Butler: Willie Brown?

Lage: Yeah.

27-00:36:12

Butler: Well, *yeah*, because he’s the *mayor*.

Lage: I know, but you got him onboard?

27-00:36:16

Butler: Well, he got us onboard. I don’t know who got onboard. But anyway, it became clear that we ought to have a search at some point for a new director of parks. And I ended up as the chairman of the search committee. It was basically because Warren was taking care of the mayor. And the key to the whole thing was, finally, that we could keep the de Young and the Academy in the park, if there was some way for people to get there on the weekends. And the way for people to get there was an underground garage. And so you couldn’t raise a bond issue for an underground garage, so Warren basically said, “You want an underground garage? I’ll get you an underground garage.” [laughs]

Lage: And that was controversial among a lot of the environmental groups, I remember.

27-00:37:12

Butler: Well, and I was never really involved in the garage itself, but I was there with Warren when he— We got people from Bechtel to do a design for the garage

and an estimate of how much it would cost and all of this. And then George Hume had just finished—who I didn't know at all, but I knew his wife Leslie, who was just absolutely wonderful and ended up as the chairman of the San Francisco Foundation. At this point, I think Warren is the chairman of the San Francisco Foundation. And anyway, George Hume has raised all the money for the opera. That's what's great about this town. [laughs] He actually calls up Warren, who he doesn't know well, and says, "I want to help you on the parks and on the garage." Well, I've since seen a lot of both of them. And when the garage was dedicated I said, "You're the only two people in the world that could've raised \$40 million for a building that nobody can see."

Lage: [laughs] Right. And that only houses cars.

27-00:38:19

Butler: It only houses cars. And of course, the garage is there and that's how everybody today gets— And meantime, Dee Dee has gone on finally— When she agrees to stay in the park, she says, "Okay. No public money? I'll raise 150-million bucks for the de Young. "And they get the architect and you know the whole story—there's the new de Young. And Harry Parker, who's a big friend of Kingsley's, is involved in all of that. I'm just kind of a spectator by this time. And then they've got a new bunch of people running the Academy, and the Academy does what you know—they get a brand new building that's everybody's talk in the world of science academies. And all of it is possible because of Warren and the garage.

Lage: That's quite amazing.

27-00:39:13

Butler: Well, it is amazing.

Lage: Did you deal with any of the unhappiness over the idea of this garage? People who thought it should be—

27-00:39:20

Butler: I dealt with the Bicycle Coalition, the Sierra Club, everybody.

Lage: And what was that like?

27-00:39:28

Butler: They drove us nuts. [Lage laughs] They're friends now, but— Everybody wondered, what are these old white guys—

Lage: With lots of money.

27-00:39:42

Butler: Well, yeah. People had been in the park business all their lives, some of them, including the woman that runs the Neighborhood Parks Council, who had once run California Tomorrow.

Lage: *Oh.*

27-00:39:54

Butler: And they're all wondering, who the hell are you? And why are you showing up? And so I would go around with Susan Hirsch to make peace with everybody, and get chewed out. And I remember going to SPUR. But after about a year— And I would suggest to Peter, I think life might be better if you and Warren made some contributions to the Neighborhood Parks Council and maybe a little contribution [laughs] to SPUR. But I went around and spent a lot of time listening to a lot of people. And then I'd go to meetings—there were mostly women—meetings up in the Napa Valley. And finally I made—

Lage: Now, why the Napa Valley?

27-00:40:47

Butler: Well, because that was a retreat and somebody owned a house up there.

Lage: Oh, I see.

27-00:40:52

Butler: And so we'd have a parks retreat, and I would come and I would listen.

Lage: And didn't you respond? You just listened?

27-00:41:00

Butler: Well, I'd mostly listen and encourage them. But I remember the first time with the Neighborhood Parks Council— Oh, and I had recruited Carl Anthony, who was running Urban— whatever it was called, in the Presidio.

Lage: Urban Habitat or something.

27-00:41:14

Butler: And I said, "Carl, here we've got a black mayor, and you're a hell of a lot better at all of this urban stuff than I am, will you help me with the parks?" And I was paying his Urban Coalition or whatever it's called. This is before Carl went back to work for the Ford Foundation.

Lage: Now, when you say you were paying his— it was Urban Habitat.

27-00:41:38

Butler: Well, yeah. Because I wanted Carl as a partner to help me deal with the neighborhood parks, because one of the things we were doing was neighborhood parks, as well as Golden Gate Park.

Lage: I see.

27-00:41:49

Butler: And the neighborhood parks were in black communities. And so Carl and I would go up and see the mayor together.

Lage: Okay, so you did work on more than Golden Gate.

27-00:41:58

Butler: Yes. And we were giving money to the Neighborhood Parks Council and helping them. And everybody was unhappy except the friends of the parks were supporting the current superintendent. So finally, we persuaded the mayor that he needed to have a new superintendent of parks, and that we would have a search, and that I would be the chair of the search committee. Then I had to go deal with all the people that were on the Rec and Park Department, especially those that were black—including a very fine woman minister from South of Market—who were friends of the guy running the parks, who was a black guy.

Lage: I see. But he wasn't—

27-00:42:42

Butler: And so there was a lot of racial stuff in there. We had a search committee and put some people on it and interviewed candidates, and brought somebody out here that worked with the parks for a while, and decided he was the wrong one. And then finally, the mayor and everybody settled on Elizabeth Goldstein to run the parks and she did a good job. And then when Gavin came in, he fired her. But that got everything quieted down. And within two or three years, it was possible to hand all of this to the San Francisco Foundation. And by that time—

Lage: You mean to hand this committee partnership?

27-00:43:23

Butler: Hand the Partnership for Parks to the San Francisco Foundation and say, "Okay, now you be in the park business," because by that time, Sandra Hernandez was running the San Francisco Foundation. And because of Kingsley, they appointed me to the search committee for the San Francisco Foundation, to find a new director for it. And I was the one outsider that was supposed to be there representing seven-million people from the Bay Area or something. But so at least I'd been involved with the foundation, and Warren was the chairman of it by then. Anyway, it was all kind of done— And so I could hand to Sandra the Partnership for Parks. And then we would have meetings down there. And then she would always needle me about, you handed me this turkey and then ran, [they laugh] got rid of it. But Sandra, she'd run the city Health Department. She's the only person I ever knew that was— She handled Willie Brown; Willie Brown didn't handle Sandra Hernandez. So that was the end of the story and the Neighborhood Parks Council had more clout. And more recently, they've gotten a bond issue passed. And it all quieted down. Of course, the garage was built. Warren and George Hume raised the money for it. It's a great story.

Lage: Yeah, it is.

27-00:44:58

Butler:

And basically, I didn't accomplish anything, other than to try to reduce the number of fights that were going on while this was all happening, and the real decisions were being made somewhere else. So that took time away from— As I mentioned, Laurie and everybody else were delighted. And by the time we got to the end of these kinds of things, it was clear that California Tomorrow needed more space and Ploughshares needed more space. So California Tomorrow moved to Oakland; I stayed in San Francisco with Ploughshares. And so then by that time, I wasn't around there to cause trouble for Laurie every day.

Lage:

Now, do you think Laurie would see you as someone who caused trouble for her every day? Or are you being overly modest? [chuckles]

27-00:45:51

Butler:

[chuckles] Well, no. She and I are wonderful friends. But she didn't need me cooking up any more plans like Los Angeles or the Campaign for California. And she was happy to have me diverted with the Presidio and with San Francisco Parks, especially when the money was coming in.

Lage:

Right.

27-00:46:12

Butler:

So that's what was going on at that time. Why don't we stop a second. There was one other thing I'd kind of forgotten about. [audiofile stops and restarts]

Lage:

Okay, we're back on.

27-00:46:24

Butler:

I'd forgotten that in the middle of all of these ballot measures, it was Prop 209. And that was the affirmative action one, right?

Lage:

Mm-hm.

27-00:46:40

Butler:

And the university had already been targeted by its trustee. What's—

Lage:

Ward Connerly.

27-00:46:52

Butler:

Yeah. So along comes 209. And I forget exactly how this had happened, but Bob Kirkwood was a good friend from the environmental stuff and for a whole bunch of other things. And by that time, he had gone to work for Hewlett-Packard and was in charge of all of their governmental affairs. And I forget how this kind of got started, but— And he said, "Well, we've just got to get a whole bunch of businesses to oppose Prop 209 because affirmative action is *good* for business." And Hewlett-Packard was my idea of a wonderful corporation, and I'd had this experience with Dave Packard and his wife, and I thought that was wonderful. So I went down and took Hedy Chang

with me, and we talked about what we might do. And the end result was that he put together a group of corporations that would basically come out against 209, and we would do focus groups and polling and so on to just figure out how you could defeat that measure. And the corporations would come up with the money and California Tomorrow would get paid something.

I, as I'd always done, would do— whatever I did would be for nothing, but would at least pay so that it would cover expenses for Hedy, who was *wonderful* at this kind of stuff. Just wonderful at *everything*. And of course, Hedy had grown up in Cal— California Tomorrow was her first job. So anyway, she and I went down there and we hatched up this plan, and he recruited a whole bunch of corporations. And it included the telephone company, which I think at the time was still Pacific Telephone and whatever, and a bunch of others I've kind of forgotten. We did the focus groups. I remember being in Los Angeles, sitting on the other side of the one-way mirror, watching people as they were quizzed about how they felt about affirmative action and all of that.

Lage: And what populations did you draw from for the focus groups?

27-00:49:20

Butler: Well, whoever does focus groups drew from the population that would be voting.

Lage: Just a general voting—

27-00:49:27

Butler: And a lot of it was— If 75 to 80 percent of the voters are white, the focus group would be that way. Because after all, if 209 was going to pass, anti-affirmative action, it was going to pass because a whole bunch of white folks didn't like affirmative action. So the focus groups were largely— Well, there was only one that I remember going to, but they did a couple of others. And they had hired Staton Hughes to do this work. And at that time, I didn't know Mary Hughes, but Staton did it.

So we went through all of that. And as we got farther and farther along and closer to the election— And I remember it was clear that people were starting to bail out on the whole thing. Some company that had committed to Hewlett-Packard that they'd participate would find some excuse not to participate. But what I really remember is that we were having a meeting in the telephone company building here in San Francisco. And Hedy and I were there and I think Bob was running the meeting. Seems to me he was kind of the chairman of all of this. And the telephone company guy who was the host was called out of the meeting, and came back and explained to us that the telephone company could no longer be part of our group—and we're sitting in their own *building*—and that he couldn't participate any further in the meeting that day.

And what had happened is— And Pete Wilson was the governor and they wanted 209, and they just started to screw down on every corporation that might come out against 209. And there's no more vulnerable kind of corporation in the world than a public utility; in California, like a telephone company. It doesn't want to get on the wrong side of the governor, and who knows who he's appointed to the PUC? And I knew something about that because I'd once done legal work for the telephone company. So the whole effort got squeezed. And when it was all over, almost *only* Hewlett-Packard was left opposing 209.

Lage: Wow.

27-00:52:00

Butler: And it was very sad. And it was particularly sad because companies were defeating themselves. Because we kept trying to say, lookit, you *want* to recruit the best folks of color that you can find because that's your workforce for the future. Look at the demographics.

Lage: And your clients-force, your consumers.

27-00:52:28

Butler: Well, to say the *least*, your clients. And later I was asked by the telephone company to serve on a committee to look at what their foundation was doing, and we found out the telephone company was running these bilingual client service operations, like the one in San Jose. You could call up and, if you spoke Spanish, you got somebody; if you spoke Cantonese, Mandarin, probably Tagalog. The telephone company was doing wonderful work like this. But it wasn't being translated into their politics. Anyway, that was a bust. But to their great credit, Hewlett-Packard hung in there to the end. 209 passed, and it was just another sad chapter.

I also remember that at the time, I knew a guy that was running the foundation for Apple. So they asked me to come down and speak at Apple in Cupertino. Cupertino, to me, was a place you went through as a kid, that had dried apricots and prunes. And here's Apple's headquarters—Silicon Valley, the whole works—and I'm just kind of boggled by the whole thing. This very good guy later ran the Peninsula Foundation.

And so I spoke to the Apple people about the changing demographics of California and how important that was going to be to them and so on. And they had all these wonderful things. Apple had a card with ten sayings to live by. I remember that number one was, "The journey is the reward." [laughs] Look at Apple; it's incredibly successful. But at the time, they said, "Well, we think what you're doing is wonderful and we'll give you some money. But of course, it doesn't have much to do with us because we just cream the best off the crop, from the schools around here in San Jose or anywhere else. And we think it's great for the society in general, but it doesn't have any application to

Apple in particular.” Well, come on. They’re selling computers to kids. And what color are the kids?

Lage: And they have all these Vietnamese workers putting together their little—

27-00:54:55

Butler: Well, yeah. But remember, this is the 1980s and it hadn’t dawned on people how profound these changes were. So that was another one of those things that just didn’t work out very well. Why don’t you stop a second. [audiofile stops and restarts]

Lage: Okay.

27-00:55:23

Butler: One thing I’d forgotten—because for me, it was a personal high point—was around 1985, the Rosenberg Foundation, which was California’s first foundation and had been this wonderful place because of Ruth Chance and Kirke Wilson— Anyway, they were having their fiftieth anniversary as the first, I think, public foundation or serious foundation in California. And that’s how I’d met Hugo and all these other connections, and Peter Haas and Bill Roth. That was just this huge thing in my life. I was long since gone from the board, but they wanted to have a committee to have an event for their fiftieth anniversary, and they wanted me to chair the committee. So I did. Peter Sloss, who I’d brought on the board of the foundation, was then the president, I think, and was wonderful.

We came up with a plan to have sort of—whatever they’re called—breakout groups, where people would get together and talk about what’s going on, and then we’d get together at the end of the day. And at that time, we had the California Tomorrow fellows, and Bruce Kelley was a journalist and could help write stuff. And so we arranged to have the California Tomorrow fellows staff all of these sessions, basically, staff this Rosenberg fiftieth anniversary. And Antonia Hernandez came up and made a speech. And Jim, who wrote *The World Rushed In*, Jim Holliday came and spoke. I’d gotten to know him; I forget why. Anyway, he wrote *The World Rushed In*, still the greatest book ever written about the gold rush. And so it was this big event and I got to make the speech at the end of it. And since then, I’ve gone back and looked at it, and somehow, into that speech came everything I’d ever thought about California.

Lage: We’re just about to run out of tape, so—

Begin Audiofile 28 04-09-2009.mp3

Lage: We’re back on. Tape twenty-eight.

28-00:00:09

Butler:

Basically, [laughs] because you've made me go back and read a bunch of stuff, I'm discovering that starting in about 1980, I was writing notes to myself. And they ended up in a book called *Themes*. And almost all of the notes are about California. And I realized that I had been in Washington and all of that, but somehow or other, I had become totally interested and committed to what was happening in California, and I hadn't realized it. Now looking back, it's kind of amazing. It wasn't just because California had become the largest state in the union, it was because—I was on the board of the Whitney Foundation in New York, and I was the only non-New Yorker, and the same in the Joyce Foundation in Chicago. And they were always just almost scared of California because they couldn't understand it. I remember when Reagan got elected, I was on the board of the Whitney Foundation. They're all asking me, "Well, tell us about—" It was like New York had been the center of the universe and it was all passing, and fine, what was going on out there in this crazy place, California?

Lage:

Mm-hm. Which probably didn't seem so crazy to you.

28-00:01:37

Butler:

Well, I wasn't sure. I think it's taken me a very long time, maybe up until right now, to realize that, you know, just by accident, I happened to be born here, in San Francisco. And in my lifetime, California has gone from being this kind of out-of-the-way place that you could get to on the railroad and with an airplane, but wasn't that important. And it'd had a gold rush and so on, and it'd just gone from five-million people to thirty-five [million] and all of that stuff. And the whole center of gravity of the United States had started to move west. I remember when I was at UCSF, they'd kind of had an analogy there that it was like this pool table, and all the balls were down at one end and that was in Boston; and they tilted the table and they all rolled from Harvard Medical School down to San Francisco. Well, of course, here was Silicon Valley, here was the population, here was the multiracial, here was the rise of Japan and then China. And all of this stuff is going on. And so I end up back in my hometown, discovering that all of this stuff is going on and that I'm interested in it. But it was such a slow process that it never— And when we picked the name the Eighth Nation, which was a terrible name, that was part of it. But even at that, somehow the importance of California hadn't struck me. And now we've got [the] stimulus bill, and everything that they want to do, whether it's alternative energy or biogenetic stuff, it's all here.

Lage:

As well as the work you did with California Tomorrow.

28-00:03:35

Butler:

And it happens to be in the Bay Area. And it's occurred to me, how lucky can you get, that you end up born in a place that somehow is like this big vacuum cleaner that just pulls in all of this stuff? And I remember at one point, I was working with Mike Heyman on Bay Vision 20/20. He was the chairman of it. I guess he was not then, I forget. But anyway, this was when he was

chancellor at UC. And I'd seen him one week about something, and then in the same week, I'd seen Don Kennedy at Stanford. And the only time in my life I ever wrote a kind of fan letter like that, I wrote to the two of them jointly and I said, "This week I realized that the Bay Area is probably the only place in the world—except for Boston, with Harvard and MIT—the only place in the world that's got two great universities. And right now, they've got two terrific presidents." So it was more of the same size thing. It was possible to know people. It was small enough to know people, but big enough to have a UC and have a Stanford and have a whatever, and have a Silicon Valley and whatever. But anyway, with all of that background, then I had to make this speech. You want me to read this speech? Part of it?

Lage: Yeah, read a part of it. We could also insert it. But read just a bit of it, because we can scan it and put it in, as well.

28-00:05:18

Butler: Well, this is the end of it. This is 1980. It says, "I would like to suggest that we permit ourselves to wallow in optimism." By the way, I think it's probably not the giving of the speech, but the reading of it is the thing I most feel good about. "Looking around this room, there is much to be optimistic about. We can at least take time to wonder and marvel at how many women and men every day give so much to this society, in ways that no economic theory can ever adequately explain.

"Our focus has been a place called California, not just because this is where the Rosenberg Foundation has worked these fifty years and where we are now. The historian Chuck Wallenberg, in writing [*Immigration:*] *A Usable History For a Multicultural State*, notes, quote, 'California is like the rest of the United States, only more so.' Unquote. California is the ultimate immigrant state, drawing from all the rest, representing all that is best and worst in American life. [laughs] Earlier, someone referred to Lord James Bryce, who was the British ambassador to the United States around the turn of the century. In 1909, Lord Bryce asked a question which today, few even remember. He asked, quote, 'What will happen when California is filled with fifty-millions of people?'" Can you imagine?

Lage: Thinking that far ahead.

28-00:06:50

Butler: That's *a hundred years ago*. "What will happen when California is filled with fifty-millions of people? The real question will not be about making more wealth or having more people, but whether people will then be happier or better than they have been hitherto, or are at this moment. . . . Although the time has not yet come, the time has surely come when you may begin to ask yourselves, what are the ultimate aims for which you are working?" So this is the end of it. "For the past fifty years, tens of thousands of people, most of them unheralded—a few of them supported by this foundation—with their

lives, have been offering a working answer to that question. By some strange quirk of our minds, the changes that they have helped bring about are so profound that we forget it was not always this way. The full list is too long to recite, but we need to remind ourselves of a few things. Never again will children publicly be niggers, okies, pachooks or chinks. Never again will Hispanic children be punished for speaking Spanish in schools. Never again will children and their parents be sent to internment camps for the crime of being Japanese. Never again will parents know that their children are barred from birth from certain universities and professions. Never again will society hide its dirty little secret that children are abused.” That was a big deal for the Rosenberg Foundation.

“Never again will we have workers cross our borders while we pretend that we have no obligation to them. And on and on. Now, if Lord Bryce is listening, we’re trying to answer his question for the next fifty years. Forces that no one could’ve predicted are creating in California the world’s first multicultural modern society. People from almost all the races and cultures in the world have, for the first time, come together in this one place.

“And what are our aims? Again, tens of thousands of dedicated people, like those here, are living their answer. It is simply this.” I’ve got to get this straightened out. “Despite vast differences in obstacles, we can create a working society together. We can have both unity and diversity, both excellence and opportunity. The American experiment it not over, it is just beginning. And finally, this democracy is more than just a cat fight among competing groups. It is this ideal, nurtured by unselfish people. For its part, the Rosenberg Foundation will go on supporting those unselfish people.” So basically, that’s the sum of everything I ever thought.

Lage: And what you put into being with California Tomorrow.

28-00:10:04

Butler: Yeah. Well, that was kind of the culmination of it.

Lage: And this [*50th Anniversary Report*] reproduces everybody’s talk. Quite a deal. How did Rosenberg and California Tomorrow—did Rosenberg support California Tomorrow? Did you get some of your ideas from serving on Rosenberg?

28-00:10:38

Butler: Well, it was basically Rosenberg that got me started on California.

Lage: You mean serving on their board.

28-00:10:43

Butler: [over Lage] So it was much more personal to me. And I think Rosenberg did support Laurie Olsen’s early work, but not much after that.

Lage: But did your service on the board help nurture some of your ideas, do you think?

28-00:11:01

Butler: Well, I'm sure yes. The answer is yes. It's certainly helped nurture— It was because of the board that I met a lot of people. And when I went on the board, everybody was sixty years old and I was—I forget—thirty-eight or forty or something like that.

Lage: So you were kind of a young guy in town.

28-00:11:27

Butler: And then later on, when I came back to the board after being in Washington— That's why Peter Haas was there and Bill Roth and all these people that were older than I was, but not that much older. Ten years older, maybe. So it was a huge deal in my life. And that got me started on foundations and all the rest of it. But more than that, Rosenberg sort of represented the best that was in California. Ruth Chance was funding farmworkers when nobody gave a damn about farmworkers, before Cesar Chavez and all that. So it was—

Lage: It was forward looking from the beginning.

28-00:12:17

Butler: Yeah. And it wasn't the money that was so important; I think it was basically the attitude. And because it infected us, just from the board, and that's how I met Hugo; that's how all of this stuff happened.

Lage: Right.

28-00:12:35

Butler: So you want to stop there?

Lage: Okay, I think we should stop.

Interview 11: April 16, 2009

Begin Audiofile 29 04-16-2009.mp3

Lage: [laughs] We're doing the five minutes of silence, five seconds. Okay, we'll just start. Today is April 16, 2009. And this is our eleventh session with Lew Butler, and our last session. We're starting tape twenty-nine. We covered a lot last time. We finished talking about California Tomorrow, we talked about Presidio Pacific Center and Partnership for Parks. And should we start today with Ploughshares?

29-00:00:37

Butler: Well, we have to finish up—the final chapter for California Tomorrow was that I left, let's see, in 2002, as the chairman of the board. Because I thought at seventy-five, nobody should be the chairman of anything. So the board was turned over to Susan Sandler as the chairman, and Bong Hwan Kim [as co-chair], and Laurie Olsen continued to run it. And the last gasp was that they put on a seventy-fifth birthday party for me. It was a fundraiser, let's be honest about it. And friends of mine that got involved in it all said, "Well, it's fine to raise money for California Tomorrow, but we want to raise—" They had a different idea. So Bob Friedman and Al Schreck and Susan Hirsch and all these people, they got together. And all I asked was, "Don't tell me what you're doing. I don't want to know anything about it." But the end result was, which was staggering to me, that they raised \$800,000, and they put it in the San Francisco Foundation. And about a quarter of that went to California Tomorrow to help it through this transition. And then the rest, Bob Friedman and Marty Krasney and I administer and fund fellows to have a fellowship with some community leader, same way that Bob Friedman had been a fellow with me, way back in 1974. So that's the end of California Tomorrow. Or not the end of it—

Lage: Of your part.

29-00:02:15

Butler: That's the end of my part of California Tomorrow.

Lage: Right, right. I think we talked earlier a little bit more about your fellowships. So many people who've founded organizations have difficulty turning them over. And also difficulty seeing new directions. Has that happened with you at all?

29-00:02:28

Butler: I think just the opposite. I've seen that, and I've seen people stay too long. And I thought even staying until you're seventy-five was too long, but there wasn't any kind of way out at that point. But I feel very strongly about that. When I quit the board of the Joyce Foundation at seventy, I thought I'd stayed—I thought we ought to have a rule that seventy would be the maximum anybody could stick around. And particularly if you were the

founder. You ought to get out of there so the thing can develop its own— And you ought to help in the transition, so that it has its own strengths and can keep going. But unfortunately, that doesn't seem to happen and people hang on the boards too long. With the Joyce Foundation, there're people on that board that are in their eighties now. Came on before me, so they've been on for thirty years, thirty-five. Now they have board limits, but they couldn't apply them to the old folks. I just think— It's not surprising, but it's sad.

Lage: Yeah, yeah. Of course, it's not always age. Sometimes it's the outlook, also. Are you looking forward or looking back?

29-00:03:56

Butler: Yeah. But in the case of California Tomorrow, it was in Oakland, I was in San Francisco. And Laurie Olsen was really California Tomorrow. And she could do what she was doing perfectly well without me.

Lage: And that didn't cause some sense of sadness on your part?

29-00:04:24

Butler: No, because I would continue to go over there and see people. They were friends of mine and I loved seeing them, and I'd go over every month or two and have lunch with everybody and do all of that. No, it wasn't like I was losing friends, it's just that I was getting out of their way so they could run the place.

Lage: Yeah. Well, that's interesting. And important to record. Well, should we talk about Ploughshares next?

29-00:04:48

Butler: Yeah, I've gone back and read through all, or most of the Ploughshares stuff.

Lage: You were chairman, founding chairman.

29-00:04:57

Butler: I was the chairman. But to get to the end of the story, I'm just very happy to have lived long enough to see what Ploughshares was working on get some real traction nationally and internationally. And also looking back over it, because of Sally Lilienthal, the founder. She's the one that gets all the credit. But I think it's the single most important thing I was involved in, other than the federal government or the Peace Corps. Or maybe put another way, it wasn't more important than California Tomorrow to me, but we didn't make any of the mistakes that I made with California Tomorrow. Mostly, thanks to Sally. And she and I were a wonderful combination. Whereas in California Tomorrow, I was both the chairman of the board *and* Sally. And in my Sally role in that, when I didn't do so well, like Los Angeles and all the rest of it— With Ploughshares, Sally and I, our strengths and weaknesses perfectly complemented each other.

Lage: So you were chairman and she was president?

29-00:06:24

Butler: She was the president. But she's the founder. It started in 1981. I had known her, but not well, because of meetings against the Vietnam War in the sixties. And then—I forget—she was chairman of fundraising for the NAACP Legal Defense Fund out here. She's very much a liberal activist. And she'd been the representative for an organization that works on press freedom, Amnesty International.

Lage: Oh, yes.

29-00:07:11

Butler: Sally's just an activist.

Lage: And she comes from quite a wealthy San Francisco family.

29-00:07:17

Butler: She did, but turned out— It sounds like it because there's a Haas-Lilienthal House. But she actually came from— Lilienthal was her married name. She came from Portland originally. She'd gone to Sarah Lawrence. but she'd ended up here with her husband, whose name was Cohen. I didn't know any of this at the time. She had five children. And he, sadly, died at a very young age, but he had money and her family had money, so she was a philanthropist. She had a nice house, lovely house on Vallejo Street, designed by the famous architect, Joe Esherick. So Sally, she was one of these people that did stuff. And it was all good stuff. But I didn't really know her.

But anyway, in 1981, she called me and said she wanted to come up and talk to me, and she wanted to start a foundation that would help raising funds for worthwhile international efforts. Basically, she described it as saying, "Lookit, I give money to this and I give money to that. But I really don't know what they're doing. I think that there needs to be some organization that finds out what's worth funding, and then we can collect money from people, and we'll give it to that." So it was sort of like it was going to be a pass-through for philanthropists, and the money would go for some good international causes. So she said, "Would you want to be involved?" They were putting together an advisory committee. And I said yes, because it'd been however many years, twenty years since the Peace Corps, and I'd basically had no involvement with international stuff. So I thought, I like her and it's a worthwhile effort and I'll learn something about what's going on in the world.

So I signed up. And I said to her, "But the person you really ought to get is Tom Layton," because it was going to be a foundation. And Tom was a very good friend by that time because of stuff we'd done together. He was running the Gerbode Foundation. Later, he's gotten every award given to anybody for foundation work. So she said, "Well, that's interesting. Tom told me to go talk to you."

Lage: [laughs] So that's how she got *your* name.

29-00:09:54

Butler: So anyway, we ended up— And this is so vivid in my mind it's like it was yesterday. She convened a meeting in her house, of people that she had recruited for this purpose, to discuss it. And the subject was just sort of international affairs and what are we going to do. And I knew one of the people at the meeting, Bill Roth, because I'd known him from the Rosenberg Foundation. And then there'd been a Roth Commission on the schools in San Francisco, 1974, and I, kind of by default, ended up as the vice-chairman of the Roth Commission. He was the chairman. So when he wasn't there, I presided. It was a commission full of wonderful people, a lot of them friends of mine later. So anyway, I knew Bill Roth. And Al Jonsen, who I was at the time working with, was also involved. He's sort of a father of bioethics and the former head of USF, and I'd given the speech for him when he was sworn in as the president of USF. But by this time, he was no longer a Jesuit priest, he was a civilian.

Lage: Oh. And you'd written things with him, I noticed.

29-00:11:16

Butler: Yeah, he and I had done stuff together. And then there were two people I had no idea who they were. And one turned out to be named Owen Chamberlain. And even, in a way, more surprising, the other one's name was Jack Service.

Lage: Oh, yes.

29-00:11:38

Butler: Well, I think maybe I described it before. When I sort of hinted around with Owen, what do you do for living? He said he taught physics. And pretty soon Sally kicked me and said, "He's got a Nobel Prize in physics." So I shut up at that point. [Lage laughs] But then Jack Service was just this very nice guy that was a friend of Sally's husband, Phil Lilienthal. Phil Lilienthal worked at the UC Press.

Lage: So Phil Lilienthal she married after her husband died.

29-00:12:07

Butler: Yes. And she'd also been married in between for a very brief time. And Phil Lilienthal was one of my favorite people in the world, as I got to know him. But anyway—

Lage: He did a lot of work with—

29-00:12:22

Butler: —he was there and he had brought Jack Service. And he knew Jack Service because they'd published books for the University of California Press. What I didn't realize is that when you couldn't write a book about Red China without being accused of being a partisan or a Communist or a something, Phil

Lilienthal was the one person that made it possible for people writing about China to continue writing. And not just writing about how we lost China, like we'd owned it, or how George Marshall had sold out China to Mao and all of that. So Phil Lilienthal was doing all of this stuff about China. And to the great credit of the University of California Press, it was, I think, the only place that this stuff ever got published during that whole McCarthy period and later.

Well, here's Jack Service. So somewhere along the line—I think it wasn't at the first meeting, it was after about a couple of meetings—I discovered that his full name was John Stewart Service. And John Stewart Service was a key person in the whole McCarthy hearings because he was the symbol of Communist infiltration of the State Department, because the poor guy had been assigned, as a young Foreign Service officer, to the Chinese Communists when they were fighting the Japanese. They were fighting the Japanese—

Lage: And *we* were fighting—

29-00:13:58

Butler: And Chiang Kai-shek wasn't really fighting the Japanese, he was just storing up arms so he could fight the Communists when the Japanese left and we'd beat the Japan. Anyway, here's this guy that I'd heard about for years and years. The McCarthy hearings were in '52; this is—

Lage: '81.

29-00:14:20

Butler: —1982. That's thirty years later. And of course, instead of being a flaming aggressive Foreign Service, [laughs] he's the nicest, quietest kind of— Just got caught in this web. And apparently, eventually, they not only reinstated his position in the State Department, but there was a formal apology to him for being run out, and he got his back pay. He never went back to the State Department, but he was totally vindicated after McCarthy was dead and all that. Well, since I've already told the story about Brent Bozell and McCarthy and all of that, I thought, well, finally, I see the end of the story. [they laugh] And this guy's doing fine and McCarthy's dead. So they were there, and some other people, too, that were in on the founding of it. I can't remember. Oh, Mrs. Di Giorgio, Pat Di Giorgio, who was all involved in the United Nations stuff. And John May from the San Francisco Foundation, so on.

Lage: Di Giorgio, was that the food company?

29-00:15:33

Butler: Di Giorgio was a big, big agricultural company, and it'd been a target of Cesar Chavez and all that kind of stuff.

Lage: And she was of that family.

29-00:15:41

Butler:

She was that family, yeah. So we got together and Phil Lilienthal— I think when we started, we were an advisory board or something, and they had a nominal board of directors, and pretty soon the board was formed. I guess I mentioned Bill Roth was part of this, and Bill Roth and Sally were very close. I don't know how it happened, but I suspected Bill, who I had first gotten to know through the Rosenberg Foundation, said, "You need a chairman of the board." And Phil doesn't want to be the chairman; he doesn't want to *be* on the board because he thinks that's too much Lilienthal. So I end up, kind of by default, as the chairman of this little board and we start out to do *something*.

Lage:

But without a definite—

29-00:16:34

Butler:

Well, but at the first meeting, the something became very specific. And I repeated this practically every year, when we had the Ploughshares annual donor events. Sally's saying, "Well, what about human rights in Central America? And what about this? And what about press freedom? And what about that?" Owen Chamberlain, who is the opposite of garrulous—when Owen speaks everybody else is quiet, because he doesn't speak much—he says, "Well, you know, there are lots of problems in the world, but there's one that's very big. And it could destroy civilization. And that's nuclear weapons." I don't remember the details, but all I remember is when we walked out the door, there was no question [they laugh] what we were going to do. That was it.

Lage:

Everybody signed on, right.

29-00:17:26

Butler:

Everybody signed on. And later, we reserved that we could spend 10 percent of our money on other things, other international things. But 90 percent was going to be nuclear weapons. And gradually, it got to be weapons of mass destruction, and we got into chemical and biological. Although some of us, including me, always felt that the emphasis should be on nuclear because the more you get into it, it's very hard— First off, nuclear does more damage. They're much easier to set off. A Uranium 235 weapon is not that hard to make; plutonium is very hard to make. But it's pretty hard to have a chemical attack. That Japanese guy tried it in the subway and killed a bunch of people, but it's real trouble. And biological weapons are the same way. They can run rampant and kill the people that have them. So they're all awful, but nuclear is in a class by itself. Because among other things, you set off enough of them and you destroy civilization. And there were articles about the nuclear winter, the opposite of global warming.

Lage:

That was very much in the minds of people.

29-00:18:48

Butler: *Very* much so. You'd get so much stuff in the air that the sunlight wouldn't get through and the earth would freeze and it's the end of people. So we settled on nuclear weapons. And Sally's goal was to raise \$100,000 in the first year, I think, and we'd give it away in grants. And she was investigating the grants and so on. And it was all being run out of her house.

Lage: You didn't have a hired staff?

29-00:19:20

Butler: No. But pretty soon it became obvious. We had one person, who's still there. Marvelous. Cathy Kalin, who was sort of a personal secretary to Sally and would come in and do books for her and so on. She would kind of organize things, but we had no staff. And Sally was investigating the grants, Sally was raising the money, Sally was doing *everything*. But pretty soon it seemed we needed an office, so Sally got a tiny, little room down at Fort Mason. Room just enough for two people; put three people in it, I think, there was probably not enough oxygen for all three of them. [Lage laughs] And that's the office, eventually, that California Tomorrow used before it got into larger space. So we kept going. And it was clear that we ought to try to hire someone. Sally found an extraordinary young woman who had been trained as a Russian specialist, named Gloria Duffy. The end of the story is that Gloria is now the head of the Commonwealth Club in San Francisco and was in the Clinton administration as a Russian specialist, was a protégé of—What's his name? The Democrat Kissinger, the guy that was the national security advisor under Carter. [Zbigniew] Brzezinski.

Lage: Oh, Brzezinski.

29-00:20:55

Butler: Yeah. She was trained by Brzezinski. Gloria was an enormously capable woman, then in her thirties. So she moved into the office and she and Sally worked together. Well, after about a year—maybe two years, I forget—it was clear that Gloria was so capable and she wanted to run the place, but the *founder* wanted to run the place. And so Gloria and I went to management counseling to try to see if we could sort out this.

Lage: But Sally didn't go with you?

29-00:21:34

Butler: No, Sally didn't go. Gloria and I went to try to see if there was some way we could then go to Sally and say, here's an idea; Gloria does this, you do that. But by that time, you had two enormously capable women, one of them a lot younger than the other one, and one of them who knew a lot more about foreign affairs than the other one. And it just was oil and water. It was not going to work, despite all the efforts. So the job fell to me to fire Gloria Duffy.

Lage: Oh, my.

29-00:22:11

Butler: And I *really* liked her. [they laugh] And we'd gone through all of this counseling. But I just had to say, "This isn't going to work. And it's going to be terrible for you." Well, here's this enormously capable person. People all over the country would like to hire her, and she's getting *fired*—I'm sure for the first and only time in her life. And she was both upset and furious, of course, which she had a right to be. And so then that kind of tension lasted because she left. And we'd been raising money from the Carnegie Corporation, the Carnegie Foundation, and they basically said, "We won't give you any money because you fired Gloria," and blah-blah. It was just a mess.

Lage: Oh, this is bad. Yeah.

29-00:23:07

Butler: So isn't it wonderful? [laughs] Now Gloria's back on the board. Years later, she agreed to be an advisor to Ploughshares. She and Sally got to be friends again, and she came on the board of Ploughshares. And now she brings people to talk about nuclear weapons to the Commonwealth Club, and I see her all the time and I— We occasionally mention the fact that we'd gone through this difficult time in 1984. But anyway, that's an ending to the story—

Lage: [over Butler] That's an interesting story about a founder's—

29-00:23:43

Butler: Twenty-five years later.

Lage: Something that didn't happen in your organization, the California Tomorrow.

29-00:23:51

Butler: Well, it didn't happen between me and Laurie Olsen because I wanted Laurie Olsen [laughs] to run the place. I just wanted to make sure we kept doing stuff.

Lage: Yeah. But Sally really wanted hands on.

29-00:24:05

Butler: Well, yeah. And—

Lage: And did they have different ideological stances or—?

29-00:24:11

Butler: No. No. It was just all— It was Sally's baby. And she didn't want someone else, some other mother coming in and taking care of her baby. And it's all understandable.

Lage: Sure.

29-00:24:24

Butler: Like so many people of *enormous* energy and drive, like Sally, they can be hard to work with at times. And this wasn't the only time this happened.

Lage: What kind of a person did you get, then, to replace Gloria?

29-00:24:45

Butler: Well, then we sort of didn't get a person, and then we'd have a person that would just be a special assistant to Sally and do what Sally said. And then eventually, we had a couple of people that didn't work out, that just left, because of the same problem we'd had with Gloria. And eventually, we had another person from Chicago that came out to run it. But he really wanted to be in Chicago and had to go back, and his wife was in Chicago. And so I think I fired him, but he thinks that I advised him that it would be a good idea, for his own sake, to leave. [Lage laughs] But anyway, that's the way it went. And then the board would change and we brought on new people.

Lage: Did he board change because people wanted off, or did—

29-00:25:44

Butler: Well, it changed because people like Al Jonsen went off to the state of Washington and so on. But it also changed because people were just busy.

Lage: But not necessarily because you wanted a new blood.

29-00:25:56

Butler: No. And some people just didn't want to spend the time. Some of them were good friends of mine that just went on to do other things. Bill Roth stayed on the board but he was living, by that time, in New Jersey, in Princeton. And we just kept bringing new people onto the board. And eventually, the board got better and better and better. One of the key things was we'd had some academic people, but at some point, David Holloway came on the board. David had run the Center for International Security [and Arms Control] at Stanford, just one of the finest people you'll ever know in your life, and a Russian expert. Wrote the leading book on the Russian nuclear capability. And David's *still* on the board. He stayed there. It must be going on twenty years. He ended up not only dean of humanities at Stanford, but head of the Institute for International Studies at Stanford. And I just kept thanking him for serving on the board because it was like having this *jewel*. He's just one of those selfless people that does stuff like this.

Lage: Now, what would the board do? You had this strong president.

29-00:27:25

Butler: The board basically approved the grants.

Lage: I see.

29-00:27:28

Butler: And would decide.

Lage: So you continued to be sort of a conduit to other efforts.

29-00:27:36

Butler: Yeah. And by this time, we started funding— Well, after a year or two, we actually thought we knew something. And of course, we had Owen there to advise us. I think maybe I mentioned before that Owen had been the youngest physicist at Los Alamos. And he had sent around shards of glass to mayors of every major city and—

Lage: You did tell me.

29-00:28:00

Butler: —I was going to Berkeley to get educated by Owen. And we just were getting better and better at what we were doing. For example, at some point in there, there was a young physicist who was into international security stuff and was warning us that the Argentineans and the Brazilians were going to get in a nuclear arms race. His name is David Albright. Well, David Albright is now one of the leading people in the United States on these issues.

Lage: And is he someone you funded?

29-00:28:34

Butler: And we gave David his first funding, and he went down to Argentina and Brazil and talked to their nuclear physicists and all that and said, “You guys don’t want to get into this business. It’s a lousy business.” But it was like India and Pakistan. And there were other reasons that they stopped, but I think David— We always claimed that Ploughshares had stopped the nuclear arms race. [laughs]

Lage: In Latin America.

29-00:29:00

Butler: In Latin America. But the end of that story is that David ended up— and to this day— Well, during all the problems leading up to the Iraq war, David was the leading advisor to CNN, because Ploughshares paid his salary to be an arms inspector in the nineties, after the first Gulf War, to go around Iraq looking for nuclear weapons.

Lage: And did he do that under the auspices of—

29-00:29:33

Butler: Well, he did it as part of the international security force. But everybody else was paid by—and I didn’t even understand how important this was at the time—everybody else was paid by the United States or the UN council that administers the non-proliferation treaty. But because David was paid by us—and I don’t even— because Sally did all of this and I don’t remember, at the

time, the details—he didn't have to sign a pledge of confidentiality. So every other arms inspector had to shut up when we got to the next big Iraq blow-up; but David was there and knew the Iraqi physicists and so on, and knew that they didn't have a nuclear arms capability. He knew that they'd planned for it and they'd tried, but they basically, certainly, didn't have a weapon. So all the stuff that the CIA was putting out about yellow cake from Africa and all that, David was on CNN saying, "It ain't so." And he kept saying, "Leave the inspectors there." But the Bush administration didn't want to do that. They wanted to go invade, claiming these guys had weapons of mass destruction. David said, "Well, I don't know about chemical and biological, but—" I don't know if you remember, there were aluminum tubes and—

Lage: Yes, I—

29-00:30:09

Butler: —they said they were used the same way the Iranians are using them now. And he said, "No, no. That's plumbing for something, that's not centrifuges to make high-grade weapons-grade uranium." So we were supporting wonderful people.

Lage: And was he an independent operator, or was he an academic?

29-00:31:27

Butler: [over Lage] Well, I forget. At the time, I think he was forming what is now called ISIS, Institute for Science and International Security.

Lage: I see.

29-00:31:35

Butler: But I'm on their list and once a week, I get pictures of the Iranian nuclear stuff that David sends out. And because Ploughshares had supported him, he's gotten to be a spokesman for Ploughshares all over the United States. Every time we ask him, "Would you make a speech?" And then there was another guy. Well, all these wonderful people that would come out of the government, that wanted to keep working on this issue, Sally would find, and later, the executive directors would find. And we would support them. And it just got better and better and better, and we raised more and more— Or I should say Sally raised more and more money.

Lage: And where did she raise the money from ?

29-00:32:20

Butler: From individuals all over the United States.

Lage: Other foundations, or mainly individuals?

29-00:32:26

Butler: Well, we got a million bucks a year from the Ford Foundation because it was sort of like we could retail the money out. And we could do it in a hurry. We

made \$5,000 grants in twenty-four hours. We put a limit on the number of them and on the size of them, but Sally and I and one other person could sign off. Somebody's going to North Korea tomorrow to find out what they're doing about a nuclear weapon, yeah, we could give them the 5,000 bucks.

The most famous example of that was that Adrian DeWind, Bill DeWind [Adrian W. DeWind] was the chairman of Natural Resources Defense Council. I happened to know some of the people working there that had all been very young when they started the thing, back in the sixties, I think. And by this time, NRDC—that's the shorthand for it—was in the nuclear business. And Bill DeWind, who was an advisor to Ploughshares, had come out here. By this time, Sally had recruited George Kennan to be an advisor to Ploughshares, because George Kennan's daughter lived in San Francisco and Sally knew her. And that was a big, big breakthrough because George Kennan, number one name in the world for his policy and his famous memorandum that he wrote—signed by X, I think—on the containment of—Don't fight communism, contain it. And he had been the ambassador to Russia and all that stuff.

So we were building up an advisory board. Bill DeWind was part of it and a *huge* supporter of Ploughshares and Sally. But he got wind, through some people in the United States, that it would be possible to make a deal with the Soviet Academy of Science on the installation— Because the whole issue at that point was verification. How do we know what the Russians are doing? By that time there's been a test ban, and they'd gone from surface explosion to underground explosions. But who was cheating on underground explosions? That was the question. Remember, we were blowing up things out in the Nevada desert. So DeWind had, through a whole bunch of contacts, including, I think, Sid Drell at the Stanford Linear Accelerator, who was also an advisor to Ploughshares— And Sid Drell, because all physicists seem to know each other, Sid Drell had been corresponding, I think, with [Andrei] Sakharov for years. But anyway, Sakharov is still under house arrest, the father of the Soviet nuclear program, because by that time, Stalin— I forget whether it was Stalin or Khrushchev.

But anyway, in all that mess, through all of those years, the physicists would talk to each other. So we put up 5,000 bucks for Bill DeWind to go to Moscow and make a deal, which he makes on a typewriter that's got the worst type I've ever seen on it. And it's a kind of three-page thing he types out, with a guy named Yevgeni Velikhov, who was the deputy chair of the Soviet Academy of Science. And it's an agreement between NRDC and the *Soviet Union*, for God's sake, [Lage laughs] to install seismic stations to monitor each other's underground explosions.

Lage: Was this an agreement that had any legality or—?

29-00:36:27

Butler:

Well, it has legality to the extent that NRDC takes it seriously and the Soviet Academy of Science takes it seriously. United States States Department—and I'll explain that—basically says, what the hell are you— We've got a State Department here; what is some private outfit in the United States doing negotiating treaties with the Soviet Union. Well, with our \$5,000—

Lage:

Was this during the Reagan administration?

29-00:37:01

Butler:

It's 1988. Let's see. Reagan was 1980 to '88. I guess it was at the tail end— Yeah, I think it was the tail end of the Reagan administration. So then the question is, what do we do? And DeWind says, "We've got to get a couple hundred-thousand dollars to pay for seismic equipment to take to the Soviet Union, to take out to Kazakhstan, where they do these tests, and bury it in the ground and we'll monitor it." Well, at that point, Ploughshares grants had been \$5,000, \$10,000, \$20,000, I don't know. And Sally comes to me and she says, "What do we do?" And she and I say—well, it's really Sally and I just agreed—we'll plunk down 100,000 bucks to NRDC and hope that they can raise some more money other places. Because I think they need \$2- or \$300,000 for this seismic stuff. And off we would go.

Well, it was the biggest deal, at that point, we'd ever been involved in. And Sally's helping them raise money. And then in the middle of all of that, through Hal Harvey, there's a kind of a— Oh, I know. Actually, the deal is made after Gorbachev has become the chairman of the Communist party and so Gorbachev is starting perestroika, the restructuring, and glasnost. And he lets Sakharov out of jail. And all of this stuff is happening, and they even start a foundation to work on this nuclear issue, half Russians and half Americans; half senior Russians, I think including Sakharov, and half Americans, including Robert McNamara, who's been the captain of the Cold War in the Defense Department. So there's all of this stuff going on.

And Hal Harvey, who's on the board of Ploughshares and who's involved in all of this— We funded him when he was a young student at Stanford and he'd then come on the board. And he's in the middle of all of this and says, "Okay, I've set up a deal for all of you for Ploughshares to meet with Velikhov in the Soviet Union." So it's too complicated a story, but through a woman that has got kind of person-to-person contacts in the Soviet Union, in this kind of opening period— So we crank up. Sally, unfortunately, is sick, so I lead the delegation and we head off for the Soviet Union. My wife Sheana goes, and our daughter Serra, just out of Harvard, who speaks Russian because when she no longer needed to study any Spanish, she spent two years in high school and a year at Harvard—anyway, her Russian isn't that great, but she goes back to brush up for the summer. And in September of '88, we all head for the Soviet Union. And we're going to tour the Soviet Union. Tom Layton goes, his wife Gyongy goes; Ruth Chance, who has stepped down

from running the Rosenberg Foundation, goes; Leslie Luttgens goes. We've got this gang.

Lage: But poor Sally couldn't go.

29-00:40:58

Butler: And about half of them are Ploughshares people. And we go and we get a guide and it's all— We start in St. Petersburg. Of course, the guide, we find out later, has to report to the KGB what we're doing. But he gets so bored with that that he's just— Because obviously, we're sort of tourists. And we go to St. Petersburg, we go to Georgia, we go to Armenia. The whole Soviet Union is starting to unravel about that time. The Armenians are rioting in the streets and we almost couldn't get there.

Lage: Wow. Were you looking at nuclear facilities?

29-00:41:34

Butler: No, we're—

Lage: Just being tourists.

29-00:41:35

Butler: —looking at the Soviet Union. No, the last thing we're doing is inspecting nuclear things. It happens at the time that the NRDC physicists and others are over there installing the seismic stations in Kazakhstan, because we all, by accident, end up on the airplane together coming back to the United States. And we're all so happy we can't believe it. Well, the high point is, finally, that we get to Moscow and we meet with all the people that Sid Drell and Hal Harvey have been dealing with over this deal. And why don't we stop a second, because I'll get the name. [audiofile stops and restarts]

Lage: Okay.

29-00:42:25

Butler: So this is September of 1988. We're staying at a hotel kind of outside of town in Moscow, and we're going to the big meeting. It turns out lunch starts at two p.m. in Moscow. [laughs] But you start eating about three or four. I don't know who eats before that, but—

Lage: What was the organization holding the meeting?

29-00:42:56

Butler: The meeting was held in the offices, the headquarters of the Russian Orthodox Church. And we were the guests of Metropolitan Pitirim. But he was just kind of there to provide blessing for the whole thing. He didn't get involved in the discussions at all. And here's a memo from me, August 23, to the executive director for the International Foundation for the Survival and Development of Humanity. What a name! That was what this joint US-USSR thing [was called].

Lage: The one that NRDC set up?

29-00:43:48

Butler: No. The one that Hal Harvey and others had been involved in.

Lage: Oh, okay.

29-00:43:54

Butler: Because the NRDC is just in the seismic station business. So as it turns out, at the meeting, the two sort of co-chairs are myself and this absolutely charming guy, Yevgeni Velikhov, who's the deputy director of the—the vice president of the Soviet Academy of Sciences. Well, we get in there and of course, they've got vodka and caviar and all of this. We meet downstairs before we go up to this luncheon place. And the only thing I know is that Sid Drell has said, "Give my regards to Andrei Sakharov." So Sakharov is out of jail and he's there. So I go up and talk to Sakharov. And it turns out Sakharov's English is a lot better than he wanted to let on in the meeting later on. But I've got my daughter there with me, so she can translate. So then we go upstairs. The other people are [Roald] Sagdeev, who's the director of the Soviet Space Institute—and I think he's in the United States now; and I forget, but I think that's the guy that's married to Eisenhower's granddaughter, but I'm not sure about that—the president of the Soviet Cultural Foundation, [Dimitri] Likhachev; Sakharov himself; and Velikhov; and this *wonderful*, smart, terrific woman named Tatiana Zaslavskaya. I'm sure I'm not pronouncing it well. Well, she turns out to be the economist who is sort of the author of perestroika, of restructuring the Soviet economy. And of course, all of this is because of Gorbachev. And eventually, of course, all of it carries Gorbachev down. [laughs]

Lage: Right. Well, it also must've followed the Reagan-Gorbachev—

29-00:46:15

Butler: Well, yes. And Reagan and Gorbachev, I forget the year, but they had come together in Iceland, at Reykjavik. And there had been this moment when Reagan and Gorbachev said, why don't we make a deal? No more nuclear weapons. And the military, in both cases, just went *nuts*. Well, Sally had gone to Reykjavik and had been there for those meetings, and had actually met with Gorbachev. And that's relevant to something that happened later.

Lage: I'm sorry, I don't mean to interrupt, but did you have any ins with the Reagan administration that you can see any—

29-00:46:59

Butler: No. Most of the people had gone out of power by that time.

Lage: So you can't claim having influence.

29-00:47:07

Butler:

By that time, I'd say to Sally, "I'm so disgusted with the Republicans, I think I'll just change my registration." I haven't, to this day. And Sally would just threaten me. And she said, "Your only value in this organization is you're a registered Republican, you served in Richard Nixon's administration. Shut up and stay a Republican." [they laugh] That's part of our credibility, that we're bipartisan.

Anyway, so we're there for luncheon. And I remember at that point, I sat down. And I wanted my daughter next to me so she could translate. But then they said that wasn't good and so they moved her around where Sheana was. This is about twenty people at this table, ten of us and ten of them or something, arranged in a giant U. We're all kind of on the outside of the U. And we've got vodka and we've got the caviar. And I've got Velikhov sitting next to me, and we're sort of the co-chairs of this thing. So then the discussion starts, and it was all so surreal, because we weren't negotiating with the Soviet Union, [laughs] we were just talking about, how can we do something about these weapons?

Well, it turns out that later Sally had gone to Chernobyl to see what had happened, because part of what we were saying is that if you want to see what a nuclear weapon will do, just take a look at what a meltdown does in a nuclear power plant. And she had gone through this long process, where you could drive on one little road—because everything is just destroyed on both sides of you, and there's one little detoxed road—and then put on a gown and go in to see the remnants of Chernobyl. She'd done that. Well, it turns out Velikhov was the hero of Chernobyl. People thought that he was probably going to die of cancer because he'd gone down there and supervised the pouring of thousands of yards of concrete. Basically, they just concreted in the Chernobyl reactor. Because remember the meltdown; there was radiation going over Norway and everywhere. It was a *huge, huge* deal. So Velikhov is the hero of that whole thing. Well, we're sitting there.

Lage:

And was he speaking English or—?

29-00:49:32

Butler:

Velikhov is speaking Russian, but everybody's got a translator.

Lage:

Oh, I see.

29-00:49:37

Butler:

I've got a translator.

Lage:

You didn't need your daughter for that.

29-00:49:38

Butler:

I don't know who it is, I don't know what he says, [chuckles] but I've got a translator. But Velikhov's English is, as I remember, fairly good. But

certainly, Sakharov's is a lot better. But when they spoke officially—officially meaning at the luncheon, after we'd all had vodka and all had caviar and all had whatever the hell else we were going to have—then this discussion starts. And I don't remember one part of it— I know that the wonderful perestroika woman talks about the great new opening in the Soviet Union and all of that. But then Sakharov comes. And Sakharov was dead six months later, I think. Well, later, Sheana described Sakharov as a grumpy old man. [they laugh] Well, I'd be grumpy too if I'd been arrested for twenty years and I was the father of— He was the Robert Oppenheimer of the Soviet Union. But he's out of house arrest, and Gorbachev has not only let him go free, he's appointed him to this— or suggested he go on this international thing. So Sakharov is saying he's not sure why he's on this international foundation, but here's what he thinks about it. And I remember he spoke for about forty-five minutes. Just went on and on and on and on. And his translator could—

Lage: It takes longer when you have to translate it all.

29-00:51:06

Butler: Yeah. And he's sitting about fifteen feet from me, but he's kind of talking to me because— And finally he says that what we ought to do is reduce the Soviet Army by about 80 percent and put all of its nuclear power stations underground, so there'll be no more Chernobyls. He doesn't get into the nuclear weapons, but at least, I remember, that's what we ought to do. And then at the end of it, he turns to me and he says, "Don't you agree?" And I'm sitting there trying to [chuckles] dredge up my Peace Corps diplomatic skills, [Lage laughs] thinking, now what the hell do I say now? So I manage to say, "Dr. Sakharov, I don't think it's up to a bunch of Americans to try to tell the Soviet Union or the Soviet people what they ought to be doing." And I'm thinking, well, I got myself off the hook. And his response is, "Well, why don't you try?" [they laugh]

Lage: Because that's what he wanted.

29-00:52:19

Butler: That's what he wanted. He wanted us to pound on them, too. Anyway, it was one of those life experiences that you have once or twice in your life and you can remember every single thing about it. And afterwards, we left and I turned to our daughter Serra, age twenty-two, and I said, "Remember this, because you'll never see anything like this again as long as you live."

Well, then we finished up, we become kind of tourists in the Kremlin and whatever, and we fly home. And we're on the plane with these guys from NRDC, and they have succeeded in installing the seismic stations. They're operating, they've run a test; they can tell an earthquake from a nuclear explosion and all of that. The reason that they were able to put in the stations— But they had to get an export license to export this stuff from the United States to the Soviet Union. And they were denied the license. So

someone—Bill DeWind, I think—had a connection with a guy who was the deputy secretary of defense in the Reagan administration. And this is all third hand, but the story is this. The guy was named Whitehead, or something like that. Apparently, a *very* fine person. And he gave DeWind a lecture and said, “You just can’t go off and have your own damn foreign policy and take anything you want and so on. And now you want us to give you an export license for a bunch of equipment. Who do you think you are?” So he goes through the whole speech and then he said, “Well, if you want to get an export license, you have to apply to such-and-such an office and so-and-so and so-and-so.” When they got up to leave, the guy turned to DeWind and he says, “By the way, if you don’t have the license in a week, call me.” [they laugh]

Lage: He gave him the lecture just sort of—

29-00:54:35

Butler: Yeah, he wanted to go on record, like there was a tape recorder, like the Nixon recorders. And so they got the license and they got the equipment, and we’re on the plane, we’re all coming back. And it took at least another year for us to make our way—or NRDC to make its way—through the US bureaucracy to get the Russian seismic stations installed in Nevada. But finally that happened. And it was very interesting. We’re talking about how difficult it is to deal with the Soviet Union; they’re saying, “My God, try dealing with the United States. We let these stations in there a year ago, and they’re stalling.” But it finally happened and Sally went down for the big celebration in Nevada, to put the stations in.

Lage: And who was to monitor these stations? Again, private?

29-00:55:31

Butler: Well, the Russians had people running the stations here, and we had people—I forget who was actually monitored, but they—

Lage: But were they still extra-governmental? Or did the government then—

29-00:55:46

Butler: Well, by this time— In the Soviet Union, it’s sort of like China, I think; their ability to act quickly— Obviously, Velikhov didn’t do this on his own; Gorbachev said, “Fine. Make the deal.” In the United States, it takes a year to sort your way through all of our democracy. But basically, the whole deal was approved by both governments, in fact; whether it was ever formally signed by somebody, I forget. But the stations were in there and they were monitoring explosions. And it was the first real test of verification of these treaties.

So anyway, that was this *huge* high point. So Ploughshares, we just kept growing and doing stuff. Unbelievable things, that you just can’t hope for, happened. A guy that was giving us \$1,000 a year or \$10,000 a year, that lived up in Oregon, died. And his brother, who was the executor of the estate, called

up and said, “Well, he’s left his estate to Ploughshares.” He was unmarried. I wasn’t there, I was here in San Francisco. And the brother showed up in the airport and Ploughshares— He demanded to be met by Ploughshares. And we sent some nice person out there to meet him, and he came back and had lunch and said, “Well, here’s what my brother had.”

The brother was a vegetarian and a hippie and whatever, and had an old house and a worthless hotel. But by the time they toted up the real estate—And one of our board members, a great friend of mine, who’d helped Phil and me, Mike Parker, who was part of the Institute for Health Policy—Mike was there. And he told me afterwards, he said, “You know, he’s gone through all these cats and dogs of real estate.” But he said, “I’ve figured out that the guy might have a million dollars worth of real estate.” So we had to take it seriously. We would have to sell this funny hotel and sell this and sell that. By the way, the guy starved himself to death, apparently, by accident, [laughs] because he was a vegetarian, a hippie. And then at the end of that, the brother brought out— he said, “He also had an account at,” Merrill Lynch, I think it was, or someplace like that. And [he] had one piece of paper and he said, “Here’s the account.” There was *\$13 million*—

Lage: Oh, my God! The brother was pretty low key.

29-00:58:34

Butler: —in this account. Well, suddenly the Ploughshares endowment has gone from— Sally had sold a country house and we had a little money from that and a little money from this, a little money from that. And suddenly, here’s \$13 million. \$14 million, counting [the real estate]. Well, then the process of getting the money went on for years and years, but it was finally all settled and we had the money.

Lage: And you’d never sort of— I’m going to use the word “massaged” this donor. He just sent his money in?

29-00:59:08

Butler: Sally had offered to go see him and he said, “Oh, no, don’t bother. I don’t want to take up your time.” You can’t plan for things like that.

Lage: No, not at all. You can just do good work.

29-00:59:18

Butler: Meantime, we were building up the board. And Sally had recruited a terrific guy named Roger Hale, from Minneapolis, who was kind of Mr. Minneapolis and ran a family company there. Made machinery for warehouses, but was the chairman of every good thing in Minneapolis, including the art institute that’s there, the Walker art institute [Walker Art Center]

Lage: Let’s stop for a minute.

Begin Audiofile 30 04-16-2009.mp3

Lage: This is tape thirty. You were just telling about the new board member from Minneapolis.

30-00:00:06

Butler: Roger Hale. And again, a classic thing. Sally'd gone to Minneapolis with names and had met this guy and he was interested. And he'd been the chairman of everything there. He ended up as the chairman of Public Radio International. Just an extraordinary public person. And we brought Roger on the board of Ploughshares. And it didn't take long to figure out—at least for me to figure out—that Roger should be the next chairman of Ploughshares. Not only would it help Ploughshares from being just a San Francisco organization—

Lage: Your mic fell off. It's in your lap, right by the belt. [audiofile stops and restarts] Okay, now we're back.

30-00:00:58

Butler: So Sally finds Roger Hale and Roger Hale comes on the board. And it doesn't take me to long to figure out that Roger Hale is this gift from heaven.

Lage: Because of his—

30-00:01:12

Butler: Well, just one, because he's not from San Francisco. He's Minneapolis' best citizen. He has contacts all over the United States. He's got a *wonderful* sense of humor. And he's an *unbelievable* fundraiser.

Lage: And how old?

30-00:01:43

Butler: He's now the chairman of Ploughshares, and he would be about seventy-three or -four, I guess.

Lage: So you saw him as a successor.

30-00:01:57

Butler: So I figure, okay, we make Roger the vice-chairman of the board. And I tell him, "Roger, when I'm seventy-five years old, I'm out of here and you're going to take the job." And we talk to Sally; Sally's all in favor of that. In fact, because of some other stuff, I didn't leave for another couple of years. Well, the main reason is that Roger was raising \$100 million to put a new wing on the Walker Art Center. They'd brought him back. He'd been the chairman of the thing once and they brought him back. You can't believe what a fundraiser this guy is. And they wouldn't let him go, and he didn't want to take the Ploughshares job until he got finished up raising all that money. So I think I stayed on for another two years, but it was always understood.

In the meantime, Roger and I would go fishing together and do stuff because I thought it was really important that we be personal friends, not just professional friends. And we've had a series of executive directors, but when one of them, who was really kind of more like a personal assistant to Sally, but— We were going to have a nationwide search for an executive director. And Sally, after we get ready to start the search, she says, "We don't need a search, I've found the right person." And I'm thinking, well, great, here we go again. Well, she had found the right person. She was in her early thirties and her name was Naila Bolus. She'd been the head of a lobbying group that we had funded, that was working on nuclear issues in Washington, and was getting married and was willing to move to San Francisco with her husband. Well, she came. And I remember Tom Layton and I— Because Tom and I were sort of the remnants of the original board, along with Sally. By this time, Sally was not well. And Tom and I interviewed her. And Naila said, "You know, I'll do the job and I'll help raise money." And I said, "Yeah, sure. Yeah, everybody says that." Well, she turned out to be a wonderful money raiser. And by this time, we were giving away two- to three-million bucks a year.

Lage: You'd really reached a new level.

30-00:04:27

Butler: It had gone up and up and up every year. And the more good things we did, the more money Sally raised.

Lage: Had you been raising a lot of money, too?

30-00:04:37

Butler: Well, I had raised money. I would go with Sally. I was raising money for California Tomorrow, and Sally was a thousand times better fundraiser than I was.

Lage: What does it take to be a good fundraiser?

30-00:04:52

Butler: Just being determined to get it and to ask. Ask for it by name. Show me the money. [they laugh]

Lage: Is that harder for you to do?

30-00:05:04

Butler: It was *always* hard for me to do.

Lage: Even though you'd done a lot of it.

30-00:05:07

Butler: Sally said it was always hard for her to do. But Sally was able to say, I've put— By this time, Sally herself has put well over a million dollars into the organization, into the endowment, into whatever. And I've made my modest

little contribution every year, but it was nothing even in the same *league* as Sally. So Sally has the right to ask, because she's given. But she's just determined. The most determined person. And she got the award for the outstanding foundation person in the United States, along about that time. An award, by the way, that Tom Layton later got. Foundation entrepreneur, I think it was. So anyway, Roger Hale's a fabulous fundraiser.

And then we start bringing new people on the board. And one of the things that had happened along the way— Talk about serendipity. I didn't know it, but we had been funding a woman named Mickie Foster, Mary LeCron Foster, whose husband, George Foster, was the wonderful head of the anthropology department at Berkeley. And the two of them ended up as great friends of mine. They're both dead now. But as an anthropologist, we had funded Mickie to hold a meeting of anthropologists to talk about, is there anything we can contribute to the effort to control nuclear weapons? And it turns out anthropologists know more about countries than anybody else, than political scientists do. And it was worthwhile.

And one day Mickie came in to the Ploughshares office. I remember very well because I was at one end, at the California Tomorrow end of this half, and Sally was in the other end of the half. And the telephone rings and it's Sally. And she said, "Lew, can you come in here?" And I said, "Well, yeah. What's going on? I'm kind of busy." And she said, "Well, Mickie Foster's here and she would like to give us some money." Mickie was there, so I forget how Sally indicated it was a *lot* of money. [Lage laughs] And I said, "Wait a minute, Sally, I'll put on my tie." [they laugh] I remember very well. So I went in there. I'd never met Mickie. And turns out Mickie wanted to give us a million dollars.

Lage: Wow!

30-00:07:50

Butler: And she was part of the family, the Cowles family that were in the newspaper business, that owned the *Des Moines Register*, and it had been bought by the *New York Times*. And none of US knew anything about this, about Mickie. Well, that started the Cowles fund of the Ploughshares Fund, which was used to support sort of more distant efforts of bringing people together that might someday contribute to the control of nuclear weapons.

Lage: Was that her wish, Mickie's wish, to use it in a certain way?

30-00:08:26

Butler: Well, yes. But also it was our idea, too. We all agreed that there ought to be this separate fund. It ended up being about 10 percent of the— And it wasn't stuff that went directly to control the weapons, but it would go for the sort of background work that— What would it take for all these nations to get together and to understand their culture and their anthro— so on.

Lage: Oh, interesting.

30-00:09:53

Butler:

And at that point, we were there with Mickie and I finally just blurted out, I said, “Well, would you serve on the board of the Ploughshares Fund? You’re going to give us all this money.” And she said, “Well, do you really want me?” And I said, “Well, I don’t know you, but you look wonderful to me.” [they laugh] So she ended up on the board and she was wonderful. And her daughter-in-law is still on the board, Angela. So things like that were happening as we went along.

Well, it’s too long a story, but when you get to the end, Roger takes over for me. And I had my office there and then I said, “I’ve got to move my office out of Ploughshares.” Because he’s in Minneapolis. There’s nothing worse than having the former chairman hanging around there. By this time, Sally is really not well. She’s only coming in about one day a week. And we’ve got this fabulous woman, who’s Naila, that’s running the place. And along the way, we decide to have an eightieth birthday party for Sally in Washington. And it’s a fundraiser and all of that. I actually get out and I put the arm on myself and all the board members, to chip into this thing.

So we raise half a million dollars for the endowment. Sally never liked the endowment. She wanted to spend the money right away, and we kept saying, “Sally, we want to keep this thing going.” She said, “Well, as long as the endowment doesn’t get in the way of what I want to do, [chuckles] it’s okay.” So Roger and I are pushing. We have the eightieth birthday party, and I’m the chairman of the event. All these wonderful people are going to come, that are Ploughshares supporters and friends, and Nancy Pelosi and George Miller, the congressman. And I remember Nancy was held up, and it was her time to speak. I got up and I said, “I’m Nancy Pelosi, [they laugh] and I’d like to—” And about five minutes later, Nancy Pelosi showed up. She was *extraordinarily* fond of Sally and had helped us with a lot of stuff. And so that was good.

By the way, somewhere along the line, also— Sally knew people— I don’t know where— But she knew a guy that was a movie producer. And he was producing a movie, *had* produced a movie, and said to Sally, “I’ll give you the premiere of the movie. It’s going to open on Saturday night in Hollywood, or Friday night. And then the next night, it’ll open in San Francisco and you can raise money.” Well, we did that. We never managed it very well and didn’t raise as much money as we should have, but we had the movie. So I say to Sally, “Tell me about the movie.” She said, “Well, it’s a great book, but it’s really not a very good movie. But I like the guy and he’s a supporter of Ploughshares, so we can raise some money.” So the movie is *The English Patient*. [they laugh]

So it opens here in Japantown, where we have the theater, and it's by invitation. And I remember Sally is telling me, because of various— She had so many contacts you can't believe it. And she said, "If somebody walks in in Levis, but with very expensive loafers on, pay attention." And by the way, the stars of the movie will be there, especially the two women. What's her name, Thomas [Kristin Scott Thomas] and so on, and a terrific French woman [Juliette Binoche]. So this is a big deal. And the reason I'm supposed to watch for a guy with—

Lage: Jeans and loafers?

30-00:12:57

Butler: With the loafers and the jeans, is that that's Mr. Apple.

Lage: Oh. Steve Jobs?

30-00:13:04

Butler: Steve Jobs. And Steve Jobs' wife, Sally's gotten to know, and she's all for nuclear arms control, and so she's dragged her husband to this place. So I guess I found him by his shoes when he came in, because he has his standard costume, black mock turtleneck and Levis. That's all he wears. I guess he sleeps in it, I don't know. So anyway, we get up on stage. And by that time, I've read *Time* magazine, and it says this is an *unbelievably* good movie. And it proves that when it wants to, Hollywood can produce great stuff. So I get up and I read that, and I introduce Nancy Pelosi and then Sally and all of that. And then [Anthony] Minghella, the guy that did the movie and did the script, I guess. And he says, "Well, I'm just so happy to be here and I'm happy we could help you." The movie has a sapper in it, a guy that defuses land mines. Well, the sapper's played by a South Asian Indian guy. And he was there and I got to talk to him. And he said, "Well, what's this Ploughshares?" And I said, "Well, among other things, we were supporting all the land mine treaties." Because we had this extra money, we'd do stuff.

Lage: The extra 10 percent that wasn't for nuclear.

30-00:14:30

Butler: Yeah, only it got to be bigger than 10 percent at one point and we would have fights about how much. But we supported all the people that were working on land mines, when they couldn't get money anywhere else. Well, then they get the Nobel Prize for Peace, for controlling land mines. Well, in the movies, he's the sapper that is defusing land mines. [laughs] So he's all excited to find out that we're in the land mine business. And then Minghella gets up and— I remember this so well, because he says, "Well, I've heard about all the geniuses in the movie industry, and I haven't met any in Hollywood, but there's one in Bolinas." Well, it turns out that the guy that did the sound editing and the film editing—and that was the whole key to *The English Patient*, because it's got to go back and forth between periods of time—is a guy named Walter Murch. Well, he lives out there in Bolinas, [laughs] and his

wife is in charge of squeezing all the apples for apple juice in Bolinas. I've since gone out there and squeezed apples with her. And Walter Murch gets two Academy Awards, one for editing in general and one for sound editing. So the whole thing is this— We don't make any money, but we're so proud. By the time *The English Patient* gets the award for the best film, by that time—And at Sally's memorial service, I said, "Sally had a lot of great qualities, but [laughs] one of them wasn't as a movie critic."

Lage: [laughs] That's right. She'd said this is not a good movie.

30-00:16:00

Butler: So we did that. And then one way or another, that led to—and Naila pulled this off—getting the actor Michael Douglas to be a board member of Ploughshares. He started giving us money, and we asked him to be on the board, and he said he couldn't show up that much. He's turned out to be a huge thing. And so he was giving us the premiere of movies down in Hollywood. I'd go down there with other board members. You walk up the red carpet and somebody's yelling, "Get out of the way. The important people are coming." [they laugh] The paparazzi. Michael Douglas is still on the board and has raised— And now Chuck Hagel, the retiring fabulous senator, Republican senator from Nebraska, has just come on the board.

Anyway, the end of the story is, thanks to Roger, I don't know where it stands now, but basically, they had pledges; the endowment is \$50 million, there's an office in Washington. And Joe Cirincione, who we supported for years and was the key to getting the non-proliferation treaty extended, all during that time, he was doing something else. And basically, Roger got ahold of him and Joe said, "I'll come in and be president of Ploughshares." And Naila, by that time, had three children and was living in Virginia, and couldn't be traveling all over the United States. And it was Naila's idea that we hire a president.

Lage: So Naila continued as executive—

30-00:17:22

Butler: So Naila continues to be the executive director and do a lot of the grants and stuff. Joe is now— Well, he just came back from chairing a whole meeting in Europe called Global Zero, where all the organizations that went— And what we dreamed about, but I never thought would happen— First Sam Nunn got together with Richard Lugar to safeguard the Russian [stockpile]— By the time the Soviet Union had collapsed, they had to safeguard all that nuclear material and all the Russian nuclear cities. And we were terrified that some of that material would get out in the hands of terrorists or that Russian scientists, who were not getting paid, would defect and go to Libya or wherever. By the way, to the great credit of the Russian scientists, to this day, even those that didn't get paid for years, I think, never defected.

But anyway, Sam Nunn and Lugar got together, and they put up money so we could buy nuclear materials and get rid of them, from the Russians, who were short of money at the time. And that's still the Nunn-Lugar Act. And then Sam Nunn got to be the head of a thing funded by the founder of CNN, the nuclear initiative, to find some more money for this kind of stuff. And the big deal now is that Henry Kissinger; George Shultz, the former secretary of state; Sam Nunn; and Bill Perry, who was the secretary of defense under Clinton, is back at Stanford—the four of them got together—unlikely group—and said what we had always maintained, that controlling these weapons isn't enough; you've got to go to zero. And actually, Mike Parker, when he left the board, gave Sally and me little paperweights with a zero on it. I have it upstairs, just as a reminder of what we were supposed to be doing. Well, two weeks ago, or whenever it was, Barack Obama gets up in Europe and says, "We've got to go to zero."

Lage: So the conversation has shifted.

30-00:20:17

Butler: So basically, I never thought in my lifetime we'd get to this point. But it's all thanks to Sally and so on. There was one other high point. When Sally was in the hospital, she was right next door here, I'd go see her. And she'd get out and then she'd go back in and then she'd get out. She died a couple years ago, and Nancy Pelosi came and spoke at her memorial service. And I spoke on behalf of Naila and so on.

But in the middle of all of that, there's an outfit called Green Cross, which is an international thing like Red Cross, only it's for environmental stuff. Well, Green Cross wants to give Sally Lilienthal their award for the outstanding contribution to world peace and controlling nuclear weapons, which is more than deserved. But Sally can't go to get the award. So they decide that I should go to get the award and that I can bring a spouse. Well, my spouse wasn't available, so I got to bring a daughter, Lucy, who lives in Los Angeles.

And it's all too much. This is about three years ago. And Gorbachev's going to be there, because Gorbachev is the head of Green Cross. He's persona non grata in Russia because he presided over the collapse of the Soviet Union; but here, after all those years since my trip to see the Soviet Academy of Science, here's the guy himself. So we're all ushered in and we get to go by and have our few minutes with the great Gorbachev. He has the world's best interpreter standing next to him. And so I got up to introduce myself. And there's a line of about eight people behind me, and my daughter's standing there. And I said, "I just want to thank you, because it was due to you that Sakharov was out of jail and Velikhov was there and we had this meeting." And I said, "I just wondered, is Velikhov still alive? Because we all worried that he'd get cancer." "Oh, no, he's alive, working on kids' problems in Russia." "Oh, that's terrific."

So suddenly, for about ten minutes, I'm holding up the line while I'm having this big discussion with Gorbachev. So then they finally push me out of the way and go on, and then we have dinner. And it turns out that there are these tables for ten, and here's Gorbachev and his daughter, and my daughter and me, and his interpreter, and a couple of other people that have organized the Green Cross thing. So we have this discussion at dinner. [laughs] We continue the discussion. And then it comes time for me to get up and receive the award and say something for about a minute. And Michael Douglas is the presenter. And by this time, he's on the board of Ploughshares, so what a great treat it is for me. And I remember that at the time, he's there— I don't follow Hollywood stuff, but Glenn Close comes in, the two of them have made that famous movie together. What was the name of it? I forget. And so it's all just too Hollywood for me. And we all have our picture taken, by the way, and all the photographers are pointing their cameras at me. And I realize that the reason is, I'm standing behind a starlet who's the newest find from Australia. And I can't even remember her name. [Lage laughs]

Lage: But you thought they were interested in you.

30-00:24:05

Butler:

Well, my daughter Lucy's in the movie business and so is her husband, so she's trying to tell me, pay attention. That's somebody. Anyway, so we finally cut to the dinner and I get up and talk about Sally and how sad it is that she isn't there, and that I'm so happy that Gorbachev *is* there and he's the head of the International Green Cross, because way back in Reykjavik, he and President Reagan had come very close to making a deal to get rid of these horrible weapons. But the military on both sides had pulled them both back, saying, you can't make a deal like that. Imagine how wonderful it would've been. We would've stopped the proliferation, we would've stopped the Indians, the—

Lage: North Koreans.

30-00:24:53

Butler:

—Pakistanis, you name it. But it didn't happen. But I mentioned that in this little one-minute— They told me, "You've got two minutes," And I think I took a minute and a half. That was my only claim to fame, that I didn't run over. Well, I come back to the table— It's like the Academy Awards. They have you in the wings and then they go—*whsst!*—they shove you out there, you get it, and then they trot you off so you don't take up too much time.

Lage: [laughs] Right.

30-00:25:22

Butler:

Well, it was really nice, because by this time, Michael Douglas is an extraordinarily nice guy, it turns out, and really cares about this stuff. So we both trot off and I go back— [laughs] Oh, by that time, Gorbachev is on his

feet and he's got two big glasses of red wine and he's handing one to me and he's going like this [toasting], and we're— It was just too much.

Lage: Quite a moment.

30-00:25:49

Butler: Oh, it was a great moment. So anyway, that's Ploughshares. And it's just going— It's got an office on K Street. And for the Obama inauguration, I went back there and went to see Joe Cirincione in the office and all of that.

Lage: So it has more of a presence back there now.

30-00:26:09

Butler: It has a full-time lobbyist. It has a *huge* presence. And it's now possible to make— in fact, they're planning, governments are planning, to reinstitute all the treaties. But not only that, bring down the weapons. They were brought down, but they got to kind of a number, like 7,000, when 400 can blow up the world. And now they're going to try to come down below it. And as Obama says, he probably won't see it in his lifetime, but—

Lage: Going in that direction.

30-00:26:46

Butler: That'll be it.

Lage: Did Ploughshares make any switch after the war on terror began, and the concern about nongovernmental sources [of nuclear threats]?

30-00:26:56

Butler: Well, we've done a lot of work on North Korea. Including Paul Carroll, who works for Ploughshares, went on a special mission, so-called second track kind of backdoor diplomacy. We've been supporting people in and out of North Korea for years. Some of it done through Bill Richardson, who had made deals with the North Koreans when they—

Lage: As secretary—

30-00:27:33

Butler: There's been all kinds of backdoor stuff.

Lage: How about Iran? Do you have any—

30-00:27:29

Butler: Pardon me?

Lage: Do you have any presence with Iran?

30-00:27:33

Butler: No. Naila always wanted, of course, to have a meeting in Iran, but we never did. And then when things deteriorated under Bush, that was impossible. But

we've funded all of the second track, backdoor negotiations between Americans and Iranians for years and years. We're the principal funder of those things.

Lage: Well, that's important to mention, too. You haven't mentioned that; you've been talking mostly about Russia. But that's an important aspect here.

30-00:28:06

Butler: Well, it is. The Russian thing, it's only a problem in the sense that they've got so many weapons. And securing these things during the collapse of the Soviet Union— It's better now because they've got more money. But no, the big problems are, well, Pakistan, India, Iran. And I just wrote an op-ed piece six months ago. And actually, Ploughshares has never touched the issue, so I wanted to get it out there. We've never talked about the fact that the Israelis have 200 nuclear weapons.

Lage: Yeah. It's hardly mentioned.

30-00:28:52

Butler: But anyway, thinking about Ploughshares and not about whether the problem will ever get solved, Ploughshares has become a wonderful national institution, and it's really because of Sally. And I just feel very fortunate to have been part of that.

The other twist on that, which is totally unexpected, for twenty years, I served on the board of the Joyce Foundation in Chicago because Chuck Daly— It was just starting. And Chuck Daly, McCloskey's great friend and my great friend, had been hired to run the place. And they said, "You get to appoint two board members." So he got one from Massachusetts, who'd been in the White House with him, Dick Donahue and me from here, and the rest of the people were from the Midwest. Well, I left that board at age seventy, after twenty years service. And we did a whole lot of stuff, which I could talk about if anybody's interested. But the most interesting part about it was that Debby Leff, who came to run the foundation and had produced news shows for ABC Television— Extraordinary woman. Had never been in the foundation business, which was a great asset because she could approach it fresh. And she came and was the head of the foundation for seven years and realized that she had an older board and she ought to start recruiting younger people. So she recruited a young lawyer from Chicago, and that turned out to be Barack Obama. Well, if you had asked me during the years I served with Barack, did I think he was going to be president of the United States? [laughs] Not exactly.

Lage: [laughs] What *did* you think?

30-00:30:39

Butler: He had made a mistake and he'd run for Congress directly from the South Side of Chicago, against, I think, a guy named Bobby Rush, who was very

popular. And it was just a mistake. And then he figured out, well, he'd get started in state politics. So he ran to get to Springfield and was down there.

Lage: And was he the—

30-00:31:01

Butler: He was the state senator, I guess. I forget if he was in the lower house. But when I knew him, he was—He was on the board when he was running against Rush, and that didn't work. But then he got elected to the state legislature, and I used to talk to him about that. Which is very interesting because— You can see that from Blagojevich. Politics in Illinois— And I've laughingly said, "There are only two kinds of people in the state legislature. There're downstate Republicans, who are crooks; and there are upstate Cook County, from Chicago, Democrats, who are crooks. [they laugh] It's only appropriate that they have a crook for a governor. And two of the last few governors have ended up in jail. Well, that's obviously not true. But Barack was negotiating deals between Republicans and Democrats. I think that's when he got on this whole bipartisan thing.

Lage: Were you impressed enough with him that when he launched his presidential campaign you—

30-00:32:14

Butler: Well, all these friends of mine are Barack enthusiasts, and so yeah. Sheana and I maxed out on our contributions to his primary campaign, and to the general, too. And when he came out here and he was here for a fundraiser and they got all the people lined up, he's got to shake fifty or a hundred hands as he's going by. [laughs] So we're down there in the St. Francis Hotel. And he'd just met with the *Chronicle* editorial board, that he wowed and got their endorsement. But he was there for an extra hour, so everybody's standing around waiting for the great man and the candidate. This is during the primary. And so he comes down the line and he says, [laughs] "Lew, what the hell are you doing here?" And I said, "I'm supporting you." [they laugh] I said, "You're doing great." That's the last time I ever saw him. Except on television. But whatever you think about Barack Obama, it's absolutely wonderful because it's brought so many young people into politics. Which is what I had always tried to do when I was in HEW and so on.

Lage: Yeah, and throughout, right. Well, shall we talk about national foundations? You seem to have some thoughts about the foundation world.

30-00:33:37

Butler: It started with— I knew nothing about foundations, but I end up on the board of the Rosenberg Foundation, and I was there for a couple of years before I went to Washington. And then when I was leaving the government, a guy that I knew— I'd helped him get some money. He had worked for Governor Rockefeller and he'd helped raise money for *Sesame Street*, and I'd helped him get money for *Sesame Street* from HEW, as an educational thing. And so

he called me up and he said, “We’re starting a Whitney Foundation.” Turned out there was one, and it had basically given scholarships for graduate study to most of the outstanding black, Latino, and a few Asian people. If you look around the United States, you’d find most of these people went to graduate school on a Whitney fellowship, because there wasn’t public money for that kind of minority stuff at the time. Anyway, they’d been doing that and they wanted to do something else. So they convened a meeting. And by accident, one of my best friends in the Peace Corps, a guy named Bill Haddad, who’s the one that had helped me when I was trying to get in the Peace Corps, was married to— His wife’s name was Kate. That’s all I knew about her. But when I was in Washington, I discovered that her name, besides being Haddad, her name originally had been Roosevelt and that she was FDR’s granddaughter; and that her mother, Betsey, had been married to Jimmy Roosevelt and got divorced and had a couple of girls. And then it turns out her mother married Jock Whitney. So that’s the Whitney Foundation.

Lage: Oh, I see. So she’s a Roosevelt and a Whitney.

30-00:35:33

Butler: So anyway, we go up—there’re about ten or fifteen of us—for a meeting to discuss what the foundation might do. We all got to say our little piece, and I made a few suggestions.

Lage: Was this while you were at HEW?

30-00:35:49

Butler: This was just as I was leaving Washington. The next thing I know, this guy that I’d helped get the money, Arch Gilles, who’s going to run the foundation, calls up and says, “We’d like you to serve on the board of the Whitney Foundation.” And I said, “Well, I’m going back to San Francisco. That’s a long way from New York. I don’t know. Let me think about it.” And he says, “Well, it’s going to be a family foundation. There’ll be four family members—Kate and her sister, and Jock and his wife Betsy—and then four civilians.” So I forget, though I remember this in particular. I called up Ruth Chance and I said, “Ruth, I don’t know anything about New York and foundations. Do you think I ought to do this?” And I got a lecture. She said, “You think you’re a big shot. Everybody’s wanted your money for the last three years because you controlled HEW money. So they all telephone you and they’re all nice to you. The day you leave that office, you’ll be lucky to have anybody answer the phone when you call up.” And she said, “It’s about time you learned about the world. Yes, you ought to go on that foundation, because you’re going to be a nobody.” [they laugh]

Lage: Was this typical of her style?

30-00:37:17

Butler: Well, she was such a good friend. Ruth Chance is about as straight a person as you’ll ever find. She was saying all of this with a laugh. So I call up and I

said, “Yeah, I’ll go on the board.” So we had the first board meeting. And I don’t know— Well, it turns out the guy that I’d hired to be the assistant secretary— The reason I was on there was that I was a Republican, let’s face it. A moderate Republican, whatever that is. Jock Whitney had been Eisenhower’s ambassador to the UK, he’d been the owner of the *Herald Tribune*. His grandfather had been Abraham Lincoln’s personal secretary, John Hay, for whom he was named, John Hay Whitney. He was a multi-zillionaire. They didn’t have billionaires in those days, but he had hundreds of millions of dollars and one of the best private art collections in America. Ninety-two personal servants. Seven houses, including Georgia for quail hunting. But he turns out to be the world’s nicest guy. So he’s there with his wife and the two—

Lage: And how old a man?

30-00:38:42

Butler:

Jock, at that point, is probably in his sixties. He died in his seventies. And then the foundation closed up. I was there, went to his funeral when he died. And then Jim Allen, who I’d hired to be the assistant secretary of education, was supposed to be on the board because he was also a Republican, but he got killed in a plane crash. So we started with three non-family members. One of them was the head of the Urban League. Well, there were two African American guys and myself. Both of them younger than I, and one of them was Vernon Jordan. And Vernon, at that time, was the head of the Urban League, and one of the great personalities of the world. Also nobody in the world ever liked women better than Vernon. Later, when he was on the board, a sniper tried to pull a Martin Luther King thing and almost killed him, because he was with a white woman in a motel in Indiana. He was evacuated and his life was saved and he was in a hospital, Jock Whitney’s private wing of a hospital in New York. All of this while we were all on the board. And Vernon finally came back to the board alive, after about six months of convalescence.

Lage: I’d forgotten about that.

30-00:40:06

Butler:

And then, of course, he ends up as first friend of Bill Clinton, and dealing with Monica Lewinsky, trying to get her out of town. So that’s Vernon. And that was an experience in itself, just to know Vernon. And the other one was Frank Thomas. Frank was a lawyer, running the Bedford-Stuyvesant Restoration Corporation, which was a great thing that the Kennedys were in favor of and so on, and was rehabbing the black Bedford-Stuyvesant neighborhood. Frank ended up as the president of the Ford Foundation later. And then to replace Jim Allen, it was Doc Howe, who had been the commissioner of education under Kennedy. And so we would meet four or six times a year, whatever it was, and I’d go back to New York.

It was just this great experience because I got to *really* like Jock Whitney. And of course, it was pretty mind boggling, because we were always having the meetings in his houses. And when he died, his art collection was valued for a billion, I don't know how much. But he just had things— There was a Renoir here, there was everything. And he would tell jokes about he had a Van Gogh self-portrait and he loaned it to an art show in Chicago, and then went to the show to see what the docent would say about it. And the docent walked by and said, “Oh, there's another one of those Van Gogh self-portraits.” [they laugh] I remember when you tried to find the men's room, he said, “Well, you go—” There was a Picasso on the door, kind of a secret door where the bathroom was.

And then we would meet out on Long Island, on his giant estate in Manhasset, where the butler meets you at the door and a car picks you up. It was all too much. In fact, Sheana and I and our daughter went back there and spent a weekend once. But I remember I was trying to find a bathroom there, and he said, “It's off my study.” He says, “You know that Matisse?” It's called *The Window* or *The Flowers* or something. And you go and it's a Matisse about this big [gestures]. It was on the cover of the New York Museum of Modern Art, when they did their Fauve exhibit. This was the key thing for— [laughs]

Lage: And that was how you found your way to the bathroom.

30-00:42:39

Butler: That was how you found your way to *that* bathroom.

Lage: Now, what were his social concerns and his orientation?

30-00:42:44

Butler: Well, his social concerns were people of color in America. He put up all the money for these wonderful people, including, I think, Vernon and Frank both, to go to graduate school. Marian Wright Edelman had gone to grad school. I just found out the other day that a great friend here, Herman Gallegos, Herman had gone to graduate school. Herman was the first Latino to be on the board of a national foundation, Rockefeller. And Herman told me that he went to graduate school with a Whitney grant. So that was his interest. And he owned the *Herald Tribune*, but then he had to shut it down when the newspaper strike in New York drove the *Herald Tribune*, which was the great moderate Republican newspaper, drove it out of business. I remember because when we'd go in his house, he had a desk, a big, long desk where he would read the *Herald Tribune* and make— He was the publisher, not the editor, but he'd made marks on it and send it to the editor. Some comments about what they'd done—good, bad, whatever. Well, that was John Hay's desk when he was Lincoln's private secretary.

Lage: Goodness.

30-00:44:04

Butler: So it was all pretty heady stuff.

Lage: Yeah, I'll say.

30-00:44:08

Butler: So that was the Whitney Foundation.

Lage: And what was the board's role? Did you shape what you—

30-00:44:13

Butler: It was called an operating foundation, and we were funding black guys, Latinos, some Asians, all over the United States, to do things. Basically, community building. Stuff in the South Bronx. They funded a wonderful guy out here who'd been one of the pioneers with Herman Gallegos and Cesar Chavez in Latino stuff—I'll have to think of his name now—and was down here to restore the town of Alviso, which is right here by San Jose. They needed a neighborhood health center. And the joke was Alviso used to go underwater in heavy rains, because it was right on the edge of the bay. My God, I made a speech about this guy at Stanford. I'll think of it. So we were doing that kind of stuff. We funded a guy named George Balas out here, who was trying to enforce the 160-acre limitation, so all of these guys in the San Joaquin Valley that were basically stealing water from the state project and violating the federal reclamation law— And we funded Balas to do that. And actually, Frank Thomas came out here, and he and I and Kate Whitney and Sheana, we all went down to the San Joaquin Valley to talk to Balas and try to find out— I remember very well because we did it as part of the Rosenberg Foundation. Peter Haas was on the board at the time. And it was arranged by Kirke Wilson, who was running the Rosenberg Foundation. Rosenberg had been funding Balas and so Whitney funded Balas.

So anyway, we all went down there together that day. And we were sitting on the bank of the California Aqueduct, next to the Southern Pacific land. Southern Pacific had this 100,000 acres that they were just leasing out to what I regarded as crooks, to grow cotton, that were violating the 160-acre limitation, using state-subsided water from the Westlands Water District. I'm *still* mad about it. And sitting on the bank of the aqueduct, [laughs] Peter said, referring to the head of the Southern Pacific, whose name was— Again, I forget. He said, “Well, when I get back to San Francisco—” It was Ben something? Italian name. He says, “When I get back to San Francisco, when I see him, I'm going to say, “You know, I was down at your ranch, but you weren't home.” [Lage laughs] There wasn't a building on this 100,000 acres. So that's what the Whitney Foundation was doing. And Jock died and—

Lage: I want to know if you had an influence in getting California more in their sights. Or was the Whitney Foundation always funding things out here like that?

30-00:47:26

Butler: Getting California more into what?

Lage: In the sights of the Whitney Foundation. It seemed like it was very eastern oriented.

30-00:47:31

Butler: Well, I don't think so. But maybe the fact I was out here had something to do with it. I'm not sure. One of the things that happened was—that's how Tom Layton got to be a good friend—Arch was looking around to fund indigenous stuff. And it turned out that Tom, the Gerbode Foundation, was supporting native Hawaiians to try to restore some of their culture. So right after Sheana and I got back from Mexico, Arch said, "Well, why don't you go out to Hawaii and look into these things?" And I said, "Well, I pay for Sheana's way to go." And the Whitney Foundation would pay my plane ticket and then the Gerbode Foundation was going to pick up the rest of the tab. So Sheana and I spent a week in Hawaii—I think about 1981 or something like that—with Tom Layton, who I knew, but was not a good friend. And by the time we spent a week together going around seeing poi factories and restoration of native agriculture in Hana, in Maui— And the two foundations chipped in and bought a backhoe so that the native Hawaiians could restore these incredibly terraced fields for taro and shrimp and all this other stuff. The agriculture is fabulous. Well, it all collapsed later. But anyway, the great aspect of that was that Sheana and I fell in love with Tom Layton, and he became a close friend. And that's what led to Ploughshares and so on.

Lage: So many things, yeah.

30-00:49:31

Butler: So that's what Whitney was doing. And I don't know that there's anything—

Lage: And it ended when—

30-00:49:38

Butler: It ended when Jock died. Then we kept it going for another year or two, just to kind of wind up stuff. And then it went out.

Lage: Was it just funded by him each year?

30-00:49:54

Butler: Yeah. He would chip in a million or \$2 million a year, sort of out of his loose change. And Arch Gilles, who ran it until he got crosswise in some political stuff and a third party candidate and Arch had to resign— He's still a good friend, but he ended up later running another foundation, the Andy Warhol Foundation. But Arch got crosswise with some politics in there that he shouldn't have done. And so he agreed to depart. So we hired somebody else. But anyway, we wound up the foundation after Jock died. The great thing for me was knowing the board members. As it turned out, Doc Howe became a great friend and he went to Harvard to become an education professor. There

wasn't any better leader in education in the United States. And so later on, on California Tomorrow, Doc Howe was an enormous help.

Lage: All these things interrelate, it seems. Even the interest of Whitney and then the interest you—

30-00:51:10

Butler: Absolutely. I had met Doc Howe once, when he was at the Ford Foundation and I was in HEW. But I didn't know him at all. It was entirely because of the Whitney Foundation. We became great friends. Another unsung hero, just a fabulous man. He came all the way to help me in Chicago, with California Tomorrow, when we were trying to make California Tomorrow's work a little bit more national. And so did Mike Timpane, who'd been my great right-hand man in HEW and by this time, was running Columbia Teachers College.

So I was just very fortunate, through one connection and another. So there was that. And then, also at the time, we'd tried to have a higher education initiative with Pat Moynihan when I was at HEW, and it had fallen apart. But there was a remnant of it that passed called FIPSE, which was the Fund for the Improvement of Postsecondary Education. It was started when Elliot Richardson was still at HEW. Some friends of mine put it together. Then they wanted to put together a board, and so I ended up as the chairman of the board of FIPSE. We had people from around the United States. And we went out, using about \$15 million a year of government funds, we funded initiatives relating to blacks and Latinos and so on. And women. I remember one of my favorite grants was that they were working on something called math fright or science fright; that women were just not going into math and science. Partially, it was their own upbringing, like, you're not good enough. Like our current national economic advisor, when he was president of Harvard—

Lage: Larry Summers.

30-00:53:22

Butler: —saying women are deficient in these things. Anyway, so we were funding programs to deal with getting more women into math and science, getting more stuff done in universities around. And I did that for about ten years, I guess. And a wonderful woman named Bernstein later on carried on that work. I think she's still at the Ford Foundation. As a young woman, she was part of the staff of FIPSE. And the people that had worked with me before were involved.

Lage: Did you have a way of evaluating? You give money, you think about—

30-00:54:05

Butler: Well, it's hard, because you kind of don't know what contributed to what. But it was a national board. And one of the things we had to do, to start with, was to get the board to know each other. For example, we had a Native American woman from the Dakotas. And when we first met, I think I knew— There was

a black woman named Lois Rice from D.C., that I'd known when I was in Washington, but I didn't know anybody else on the board. So we had to get the board to know each other. And to that extent, it was pretty good. We had meetings around the country. That's when we had the meeting in San Francisco and Clark Kerr came and talked to us. And then later on, Roger Heyns came. We'd always have one speaker like that. That was when I introduced Clark as the husband of Kay Kerr and he didn't think it was funny.

Lage: [laughs] He didn't think it was funny.

30-00:55:05

Butler: [laughs] So that was FIPSE. And that's a long story in itself, but— I don't think it exists anymore. But this was from about 1970 into the eighties, when I was still the chairman of it. And then as an outgrowth of some of that stuff, Doc Howe became the chairman of the Grant Commission on Youth and America's Future. The head of the commission was a guy that I'd known who'd been in the government during the Kennedy/Johnson years. So they created a national commission and rounded up people. And Doc rounded up me to be on the commission. And so we met for three or four years and put out a report called *The Forgotten Half*. It was to celebrate the fiftieth anniversary of the Grant Foundation, I think. I still think it was a terrific report, because it basically said that the half of American high school students who don't go to college are just forgotten. We don't have an apprentice program for them, we don't do this, we just kind of throw them away. And in a society where education really matters, they're being penalized and we ought to do something about it. So we did that and had meetings all around the United States for a couple of years, three years.

We then submitted the report to the Congress. I remember George Miller coming to listen because he was chairing the committee on youth and children in the Congress. But the most interesting thing about that commission for me was that the best person on the commission, I thought, was the wife of the governor of Arkansas. And that was Hillary Clinton. So Sheana and I go back there. I remember one time we were having breakfast with Hillary and all of that. And she was just this terrific person from Little Rock who was working on the Little Rock Schools, and Doc thought she was wonderful and had recruited her for the commission. I think she was chairman at that point, with Marian Wright Edelman, who founded the children's— whatever it's called. [Children's Defense Fund] So that was terrific. I didn't expect that a few years later, she was going to be in the White House.

Lage: Right. And after that, running against your friend Barack. [laughs]

30-00:58:01

Butler: And after that, being the secretary of state.

Lage: Right.

30-00:58:04

Butler: But I thought she was terrific. And tough. And she had organized the Little Rock schools and they'd gotten this Annie E. Casey Foundation grant that we were trying to get for Fresno. So I had that in common. So that was the Grant Commission. And then there was Joyce. And then Wally Haas wanted to have his own foundation out here, and he made the mistake of having some non-family members on the board and I did that for a couple years. But finally, he was convinced— And I resigned. I said, "You know, you ought to just do this with your family. You don't need—"

Lage: This is the Haas foundation?

30-00:58:45

Butler: This is the Haas Jr. foundation, and that is still a wonderful foundation, the Evelyn and Walter Haas, Jr., Fund.

Lage: And it didn't work out, to have the non-family members?

30-00:58:59

Butler: For example, there was a question before the foundation about funding George Balas. And Wally Haas' son Wally, who is still a good friend, lives down the street here, thought it would be a good idea to fund George Balas in this fight down in the San Joaquin Valley, and Wally didn't need to be in a fight with the head of SP [Southern Pacific] in the San— He just didn't. And I thought we ought to fund Balas. And I finally just said to Wally, I said, "You know, this is *your money*. You ought to do with it what you want. You don't want somebody like me telling you, 'Don't do this.'" There were a couple of other civilians, non-family members on the board. Eventually, they did what they should've done at the start, and went back to just being the family. So I did that.

Lage: I'm going to stop you right there.

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Lage: You just remembered another name. This is tape thirty-one, continuing our eleventh session. Okay. You just remembered a name you'd been trying to recall.

31-00:00:16

Butler: Well, one of the high points of the Whitney Foundation is that Arch Gilles had discovered—[laughs] for himself, that is; everybody else knew; not me, though—Ernesto Galarza. And in the early days, when nobody was paying any attention to Latinos in America, the Ford Foundation had gotten Ernesto Galarza, who was a farmworker's son and a farmworker himself, and I think at age ten, was organizing farmworkers—I mean literally—and then wrote a book called *Barrio Boy* and was working in schools. Just an *extraordinary* human being. And when Arch Gilles found Ernesto, we just gave him money

every year to do what he was doing. And he was doing early childhood stuff in San Jose and getting a neighborhood health center for Alviso and all this stuff. And he'd gone around the United States with Herman Gallegos and another guy from Notre Dame, a Latino who I didn't know and who died.

Anyway, and they had recommended to the Ford Foundation that the foundation not just pay attention to black guys in the United States, but there was this growing Latino population, then called Hispanic. And that led to the formation of La Raza and a bunch of other stuff. So this is Ernesto. And by this time, Ernesto is in his sixties, I think. So Arch says, "Why don't you go down and see him in Alviso?" So I call him up and I go down. And when he died, I wrote this little—I remember I wrote it one morning here and then went down to Fresno to Hugo Morales' radio station and read this little talk about Ernesto—and then at Stanford, we had an Ernesto day and so on—describing the guy and describing my trip to meet him. And I've gone back and read it and I still like what I said about him.

But anyway, I went down there and he said, well, he had a problem. He'd tried to get a neighborhood health center started, and he wanted 50- or \$100,000 and they sent him a million dollars. Because it was the perfect barrio Latino thing. And it became the biggest industry in Alviso, and they were having to import patients from other places [they laugh] to make it worthwhile. Meantime, since it had all the jobs in town, there were fights among families to control the thing. And so his effort at sort of empowering local people had empowered one family, and now he was going to have to start another organization to disempower the people that had taken over the— [laughs] And he was not laughing about it, but he wasn't just moaning and bitching. He was just this *wonderful* human being, describing [that] that's just one of the failings of human beings and the government, they screw things up.

Lage: And in this case, not just government, was it?

31-00:03:45

Butler: Well, the government gave him too much money—

Lage: Oh, it was the money that—

31-00:03:47

Butler: —And that started the problem.

Lage: It was the government that gave the money.

31-00:03:50

Butler: Yeah. Anyway, I just thought he was wonderful. And when we had the Rosenberg fiftieth anniversary, he was dead, but his widow was there. And Ernesto—I think the Stanford center on Latino affairs is still—he's their guardian. And that's why I went down there to talk about him one time and read this thing I'd written for the radio.

Lage: Did all of this contribute to your interest in Latinos? Did it come before California Tomorrow?

31-00:04:23

Butler: Well, yes. You couldn't know Ernesto or Herman Gallegos or Cruz Reynoso, or then Antonia Hernandez and so on and so on, and looking at the census and figuring out not only did these people need opportunity, but the whole future of California was going to depend on them. This was not some *minority* we're talking about. And of course, when I end up with a Mexican son-in-law and a daughter that's half Mexican, that contributes to it all. But Ernesto was just another one of those privileges of getting to know somebody like that. So where were you? On foundations?

Lage: Right. It seemed to me you had some comments to make about problems with foundations, sort of generally.

31-00:05:28

Butler: Well, the problems, to me, with foundations is that you'd get corporate executives on them that were very good at doing things. And they'd get in the foundation and then they'd kind of, as someone used to say, they'd park their brains at the door. Without singling out any individuals, the San Francisco Foundation went to war over Marin County, to try to break a will of a woman that thought she was leaving the Buck estate \$5 million. It was oil in Bakersfield. Turned out to be \$300 million. And they completely blew it. They went to the court and started World War III in Marin County. And when it was all done, they'd lost every penny of the money. There was a Marin Community Foundation. It was too much dominated by the board of supervisors. It was just a mess. And I felt—

Lage: Did you feel the San Francisco Foundation was at fault?

31-00:06:33

Butler: Oh, I felt the San Francisco Foundation had completely screwed that thing up. They had asked me to come give them some advice. In fact, I got accused by a supervisor in Marin of being the mastermind of this whole deal, when in fact, I just by accident had attended their meeting in the morning, to help them with something. And that afternoon, they made this decision to sue. I had nothing to do with it, but the supervisor, Gary Giacomini, told them that I couldn't set foot in Marin County, when I was invited to come when they were organizing the Marin Community Foundation to give them some thoughts about health policy and mental health. And Giacomini and the county council said, "We don't want that guy in the county." I had nothing to do—

So to me, foundations, there's a terrible danger that they get self-satisfied, that they think, we're doing good work; why is anybody criticizing us? The classic example was the Ford Foundation under McGeorge Bundy. Bobby Kennedy dies. Bundy's been in the Kennedy administration. Bobby Kennedy had all of these wonderful people that were working with him. And so they all get Ford

Foundation grants to do anything they want for a year. I forget how many. I wasn't involved in any of it. But it was just flat out arrogance. No other word for it.

Lage: Just funding your buddies, kind of?

31-00:08:13

Butler: Yeah. It was funding Bobby Kennedy's buddies. They're wonderful people; they should have a year off to figure out what they're going to do for the world because their leader's gone. Well, the US Congress got wind of that and they called up Bundy to come down and testify before the committee of Ways and Means that dealt with exemptions for foundations. Bundy was unbelievably arrogant. The book *The Best and the Brightest*, there was a lot of truth to that. I had dealt with Bundy when I was in HEW and his sons— That's another story.

But anyway, the Congress just said, we'll show you. And they put in all this punitive legislation about foundations so that that wouldn't happen again. So foundations kept getting themselves in trouble. Chuck Daly later had to lobby and finally get those laws repealed, so the foundation requirement was that you'd have a pay out of 5 percent of your principal and it wasn't related to your income. But the law was requiring them to pay out all their income. So they weren't investing in bonds because the bonds had produced too much income. Just completely screwed up foundation law.

So I'd seen a lot of arrogance, in my opinion, in foundations. And sort of feeling like, we're doing good work; how can anybody criticize us? And I'd also seen the other—and the guy wrote a book about this—I'd also seen the other thing, which was Ruth Chance and the Rosenberg Foundation, which was a model of what to do. Had nothing to do with me, it had to do with the whole history of the Rosenberg Foundation. Nobody in the Rosenberg Foundation ever funded their friends and did that stuff. So anyway, I had strong feelings about foundations and made speeches. I'd go to the National Council on Foundations meetings. And also Dan Koshland, having started the San Francisco Foundation, I had some sense about community foundations. Anyway.

Lage: Did you see those problems on any of the boards you served on?

31-00:10:46

Butler: Well, I don't want to get into individuals, but yeah, I saw— In fact, Chuck Daly—The Joyce Foundation, the people are dead now so I guess it—there were people on the Joyce Foundation that had a favorite doctor and they wanted to fund his thing. Because I was in health policy, Chuck would say, "Would you write a letter?" And I'd just say, "The last thing that a foundation should be doing is funding a hospital." Hospitals, there're too many hospital beds. They're eating up the whole budget of Medicare. They're not efficiently

run. We don't need more of them, we need mergers of them. There was 60 percent occupancy in San Francisco at that point. So stuff like that.

By the way, at one point with the Joyce Foundation, we were funding the cleanup of the Great Lakes. That was a major thing. And Chuck and the people there—including the guy that now runs the German Marshall Fund, Craig Kennedy, who was a young guy in the foundation—wanted to convene a meeting of all the people that were working on the Great Lakes. That included Canadians and three or four states of the United States. Something like a fifth of all the fresh water in the world is in those lakes, and they were getting polluted and every kind of problem you can think about. So Joyce Foundation, one of the best things it did was to fund that. And so we were going to have the meeting and Chuck said, “Will you come back to the meeting and do that?” And I said, “You know, foundations toy with people. They get interested in something and they fund it for a few years and then they dump because they—” It's three years and out. We'll help you get started. Well, how the hell are they supposed to *keep going*?

Lage: Or have long-range planning?

31-00:12:46

Butler: Yeah. And so I said that foundations can be dilettantes and we don't want to do that. I found the correspondence. I said, “Chuck, you ought to get up and announce at the meeting that we're putting ten-million bucks for ten years on a stump and it's going to sit there. And everybody gets to come up to the stump and make a claim and say what they'd do if they got some of \$10 million, and then we'll look at the grants. But we're not taking the money away. It's going to sit there.” Well, I found this great letter from Daly saying, “Well, I didn't think much of your idea. We're going to put twenty-million bucks [laughs] on the stump.”

Lage: How great!

31-00:13:26

Butler: So I remember we got there for the opening of the meeting in Chicago, and Chuck says, “I've got to say something about this.” And he said, “Write a speech for me.” Well, I found a manual typewriter and I'm writing this thing, [laughs] what he's going to say. And he gets up and says, basically, here's the \$20 million. And people can't believe it. \$20 million? And for ten years? They're not going to go away, they're not going to change their minds, they're not going to tell us how wonderful we are, and then the next week tell us that we're no good? So that was part of my concern.

And also I remember I made a speech in San Francisco about this that made some people that had been lawyers in part of my law life at Pillsbury very unhappy. Because I said basically that foundations were the new aristocrats. I said, “All they've got to do to stay in business is comply with—” By this time,

it was the Chuck Daly law, the 5 percent payout. They don't have to do anything worthwhile, just make sure they give to 501(c)(3) organizations. They can last forever. They're just like the old aristocrats. They've got this permanent— And paying out 5 percent, and your corpus is growing by 10 percent in the market, you're in business for *life*. You're like generations, hundreds of years, of British aristocrats. So I said, "You've got to take them pretty seriously. If you're an aristocrat, you've got to learn how to act like aristocrats at their best." [laughs]

Lage: Now, why did that not go over with some of your lawyer friends?

31-00:15:13

Butler: Because it was an implied criticism that foundations were not doing that. And in the course of the question and answer, a lawyer at Pillsbury who represented Chevron— I had cited the example of when we were working on energy policy and emission controls in HEW and that foundations should've been providing us with information about that. And also about the future of Social Security, the biggest program that was going to go broke. And I said, "They ought to be working on these big issues." And I said, "That's not lobbying, that's providing information." And he said, "Well, that's—" This guy, Harry Harrow was his name, he got up and—I didn't like the guy anyway when I worked with him—criticized it. Because I was basically saying that corporations were running the Congress and that foundations ought to be supplying some alternative ideas to the corporations.

And he said, "Well, that's getting out of their— that's not the charity business." And I remember I said, "Harry, when I saw all those guys from Standard Oil running around the halls of the Congress, they weren't lobbying, they were just—? What were they doing?" [they laugh] I was really mad. And he didn't like it one bit. But anyway, I thought foundations needed to have— Since there was no real public check on them, governmental check, and shouldn't be, they had to police themselves.

Lage: What do you think about foundations in our area here, in San Francisco Bay?

31-00:17:10

Butler: Well, I'm biased. I think the Gerbode Foundation—Tom Layton's got every medal and honor you can get. It's a perfect example of what a foundation ought to do. I think the San Francisco Foundation now is terrific. I think some of them are doing good things. Like the Kaiser Foundation for years was funding in health, and now they've decided to fund, basically, information about health, which I think is a great idea. The Haas family— Look at Crissy Field. That was long after I left the Haas Jr. Foundation, but Bob Haas and Wally and their sister Betsy and their mother put up the money for this incredible gift to the city. That's a perfect example of what a foundation can do.

Lage: We have some good ones here.

31-00:18:16

Butler: Oh! Some *very* good ones. And the Abelard Foundation, I served on, too because it was— To make a living, I was the trustee for the Wells family, and it was their family foundation. They were funding entirely grassroots organizing, farmworkers, Appalachia.

Lage: And was that because the family voted it that way?

31-00:18:35

Butler: Well, yeah, that's because the family cared about it.

Lage: It's interesting that these people of great wealth—like you mentioned Mr. Whitney and the Wells here—see these social needs so strongly.

31-00:18:53

Butler: Well, yes, it's wonderful. For Jock Whitney, I think this was not a centerpiece of his life. He had been chairman of Citizens for Eisenhower, got Eisenhower to become a Republican and run for president, all that stuff. The foundation was something that he liked doing, but it wasn't a centerpiece of his life. And Arch Gilles used to say, well, in the first years, "Jock is spending three-million bucks a year on Greentree Stables—" Those were his racehorses, which never could win anything after— "And a million dollars on the foundation. How serious is this?"

Lage: I see what you mean.

31-00:19:40

Butler: By the way, one of the other great things about Jock Whitney, he read *Gone With the Wind* on an airplane and got off in Los Angeles and said, "Somebody ought to make a movie." And he backed *Gone With the Wind*. And I guess it was Cecil B. DeMille, I forget. And still, the story is, they previewed the movie, which had to come in two parts, and Jock rode out there for this private preview. The movie didn't have a name and anything else, and they thought everybody would leave after the first two hours because there was a break. [laughs] And everybody was crying and nobody left the theater, and came back for the second installment. And of course, it became, at the time, the most famous movie ever made. And that was one of Jock's deals. But anyway, I think that's probably enough on foundations.

Lage: Okay. Very good. Very good. Shall we wind up by just talking about your— I assume this is kind of your retirement activity, as an agriculturalist, how that came about?

31-00:20:42

Butler: Well, it's not that important. It's just this simple, Sheana's family was in the farming business for a hundred years. And her father, I adored. And he could've been a great lawyer and anything else, but he went to his hometown

and revived the citrus, or created the citrus and avocado industry. His father had created the water company.

Lage: In Escondido, did you say?

31-00:21:13

Butler: Escondido. And so all the years that he was alive, I'd go down there with him and walk around. And our son, in the summers, as a ten- or twelve-year-old, would stay down there and make money repairing sprinklers and hose lines and things. So I always thought that it was an honorable, wonderful thing to do, compared to lawyers, who run around— [they laugh] How much good they do on any given day, I sometimes wonder about. So when my mother died—and by this time, houses in San Francisco were worth a lot more than anybody paid for them—we sold it her house, and I had some money. And I had all these friends that were in the farming business. So I wanted to find some farmland and went up to where these friends were, in Yolo County—the Rominger family, in particular, but John Anderson, who's the native grass grower—and basically started looking for farmland. It took four or five years, but I found 150 acres of beautiful farmland.

Lage: In Winters, did you say?

31-00:22:35

Butler: Well, it's north of Winters, next to a little town called Madison, on the west side of the Sacramento Valley, west of the freeway. Beautiful, beautiful. Ten miles of beautiful soil. And I remember what my father-in-law had said to me. He said, "You know, good farms are never cheap, and cheap farms are never good." And I'd looked at some stuff, but yeah, they were less expensive, but the soil was class-two, class-four soil. But if you have great soil—and this local farmer developed water through the local ditch system, coming out of Clear Lake and Cache Creek—and wonderful weather, that's all you need to grow stuff. And the soil was incredible.

And then thanks to John Anderson—and actually, there're federal programs for this—we started restoring the wildlife habitat on the fringes. And there was a half mile of railroad right of way running through the farm, where the railroad had been there for a hundred years and then abandoned after World War II, by the Southern Pacific, because by that time, you could truck everything. It was before trucks, was why the railroad was there. So we planted the whole railroad right of way with trees and native shrubs to bring back beneficial insects and all that stuff.

Lage: Can you just do that?

31-00:24:01

Butler: Well, you can do that if you've got someone like John Anderson and all these friends, and the local people in the resource conservation district, RCD, they call it—to help you.

Lage: I see, and who is John Anderson?

31-00:24:16

Butler: John Anderson is a great friend who I met through another great friend. And he sort of pioneered the growing of native grass seed.

Lage: I see, I see.

31-00:24:28

Butler: And restored all the hedgerows on his own farm, and he's become kind of a legend up there. He's the number one grower of native grass seed and plants, and his own farm is about three miles from mine and has 400 acres of beautiful hedgerows and all this stuff. I would go up there and hunt with him on his farm, and I'd keep looking and looking and looking. Anyway, finally found the farmland. And then when Sheana's ancestral home was taken over—the town had had 5,000 people in it when she started, the California story. And by the time there were 120,000 people in Escondido, the town had grown out to the fringes of her farm—they call them ranches down there—a citrus ranch, and the water was too expensive. Literally, the water was costing them fifty times what my water was costing per acre foot. Now it's more than that.

My water last year was—and I don't pay the price, the farmers pay it—was sixteen bucks an acre foot. The water down there is \$900 an acre foot. So her place had to be sold. It was sold before the real estate market collapsed. And that meant that she had some money, and the kids and all of us said it would be a shame not to have at least some of that money go back into farming, given your family tradition of a hundred years. And by just pure luck, I was able to buy, or help her buy, 250 acres of farmland right next to mine. Instead of looking for five years, we looked for five days. A complete fluke.

Lage: That it became available.

31-00:26:17

Butler: And so now that farmland, all the native habitat—there's been a restoration of a creek that ran through it, so-called Cottonwood Slough. Fortunately, the neighbor on the other side of the creek wanted to restore the thing, but nobody would do anything about it. So now, with some private funds, but mostly government funds, state and federal, a half mile of this creek has been restored and reshaped and planted with native grasses and shrubs and all that stuff. And all told, about two miles of the perimeter of the farm has been planted in wildlife habitat and native grasses, shrubs, oak trees, so on. And my favorite is that we have the valley oaks that my godfather and his family had preserved, the valley white oak, *Quercus lobata*. I don't know how many hundreds of oaks we've planted.

But to me, the Sacramento Valley used to be that hot place that you went through to get to Lake Tahoe or the Sierra somewhere. And I've just come to

realize that the Central Valley itself is probably the greatest single piece of farmland in the world. And it's got a lot of problems now with water. Fortunately, we don't have those problems.

Lage: Now, why don't you have the problems?

31-00:27:52

Butler: Because our water doesn't come from the federal government, doesn't come from the state government, and it doesn't come from the Sierra snow pack, which has been bad the last two or three years. And we don't have any problems with endangered species, where we've got to— In fact, we're restoring endangered species. John Anderson had an endangered specie come back to his farm, the elderberry beetle. And we planted a bunch of elderberries, and I'm waiting for the species to show up, and the red-legged frogs. So we don't have those problems. The water is coming out of the Coast Range.

Lage: It's a local district water?

31-00:28:35

Butler: Well, a local district, farmer-run water. And we probably won't have it this year because it's dry. But the wells are excellent because we're right at the foot of the foothills and there's a great— In fact, Sheana's farm had a problem of too high a water table, and we had to dig ditches around it to lower the water table so that the row crops would do okay.

Lage: And what crops do you grow?

31-00:29:03

Butler: Well, [laughs] we make the world safe for catsup and salsa.

Lage: Tomato.

31-00:29:10

Butler: We grow processing tomatoes, which are un-edible by individuals, but are made into tomato paste. And that's the basis of tomato soup and salsa and catsup. And we grow wheat and sunflowers. The Rominger family, the father is my age, and he was the first one that I kind of got to know. His sons farm the place, and the sons are the fifth generation in the family to farm. He was the secretary of agriculture of California and was the number two guy in agriculture in the Clinton administration. So it's one of those wonderful things, where your friends are farming it, your friends are telling you what to plant. And we're making money [Lage laughs] because the prices of everything have gone up. And there'll be 300,000 acres of tomatoes not planted this year because there's not water for them in the southern San Joaquin. And that just means the price of our tomatoes goes up. So it's been a nice thing.

Lage: Yeah. So now you're a farmer, on top of all these other things.

31-00:30:27

Butler: Yeah. And it was good because— And I think we talked a little bit about this. But when McCloskey and I got mad at Tom DeLay and the Republicans, and when we went after these— Richard Pombo in particular, because Pete ran against him in the primary. Pombo pretended to be a farmer, but basically, he's just a tool for developers and they're just chewing up farmland in the San Joaquin right and left. You go down to Tracy, there's a whole new town next to Tracy.

Lage: Created out of farmland.

31-00:31:02

Butler: Yeah. And it's just a crime, what's happening to that farmland down there. And Pombo, he wanted to repeal the endangered species law because it was screwing the farmers. So having the pleasure of damaging Pombo in the primaries so he could get knocked off in the biggest upset in that year in California, in 2006, that was very nice.

Lage: And you could claim you were a farmer, campaigning against him.

31-00:31:37

Butler: Well, I was never that fraudulent. [Lage laughs] But McCloskey claimed he was a farmer because he lives up— His home is actually twenty-five miles from my farm, up in the Capay Valley. And he claims he's a farmer in Rumsey. In fact, he's a lawyer who happens to grow a few oranges and a few olives and a few pecans and some walnuts. I *know* he loses money every year. He says his tractor's bigger than my tractor, so he gets on it and rides around. [Lage laughs] But he's no more a farmer than I am. I'm a farmland owner.

Lage: Yeah. And you have somebody who runs it for you.

31-00:32:23

Butler: Yes. And then I go up once a week to make sure that the native shrubs and grasses and all the rest of the habitat is cared for and planted and mowed and whatever. And then the people from UC are coming and testing, on Sheana's place, if the native bees are coming back because we're providing stuff that will attract native bees. And native bees are wonderful bees.

Lage: I just read about native bees in *Bay Nature*. Do you get *Bay Nature*, the magazine?

31-00:32:56

Butler: I don't.

Lage: They had an article about native bees.

31-00:32:59

Butler:

But the native bee people come out of Berkeley, at UC, and they're wonderful. And they call you up and say, "Oh, we're going on your place. You want to come up?" And then they go up and they find out how many bees are around. If the wind's blowing too hard, the bees don't fly. The people that are dedicated to this are just fabulous. And the great hero of our Pombo campaign is a guy that was a biochemist, who's now working on biofuels in Washington. But he got into all of this business because he's the champion of the red-legged frog. His name is Bob Stack. But everybody calls—

Lage:

Oh, so he wanted to get Pombo out.

31-00:33:43

Butler:

Yeah, he wanted Pombo out because Pombo was repealing the endangered species law. And McCloskey was one of the co-authors of the law. But anyway, Bob Stack's name— I get an email from him once a day, and his name is Frog. [Lage laughs] He's the champion of Mark Twain's red-legged frog. So anyway, it turns out that frogs and native bees are very good for farms. Especially now that we've got colony collapse for the European honeybees, the more native bees around orchards the better. So it's not a career, it's what you do when you're an old man.

Lage:

It sounds like a very satisfying thing to be doing.

31-00:34:40

Butler:

Oh, it's wonderful. It's wonderful. And I drove up there two days ago, when the north wind was blowing, so it was so brilliantly clear. Just *howling*. And I'm looking at the Bay and looking at Mount Diablo and looking at the Marin Hills, and looking at the Coast Range that's just above our farmland, and looking at the Sacramento Valley, where they've just transplanted all the tomatoes for this year, and the wheat is about so high. And I'm thinking, how lucky can you be? It's unbelievably beautiful.

Lage:

Yes, really.

31-00:35:22

Butler:

And when you come home, what do you find? Stem cell research, UCSF, Silicon Valley, bio-whatever, alternative fuel. How much more do you need? [they laugh] The Bay Area is just so blessed. The whole state. So that's it.

Lage:

We're lucky. And that's a good way to wind up.

[End of Interview]