

Gerald R. Ford Oral History Project
Roderick Hills
Interviewed by
Richard Norton Smith
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Smith: Thank you for doing this. Tell us what you were doing that led you to the Ford White House.

Hills: Well, I was commuting, for one thing, from Los Angeles. As you may know, I had accepted a job with Elliott Richardson as assistant secretary of defense. But I couldn't get free of that in time, and so Elliott hired Charles Freeman as the assistant secretary of international security affairs, and then he quit. At which I was doing the job of chairman of the company and I couldn't quite get free of it. I wanted the job very much. So Elliott went to the attorney general and he quickly found Carla. I like to claim he found her in my resume, but I think he probably found her all by himself. And she came back and we had a lovely evening with Elliott and Ann Richardson in their home in Crestlane. And Carla accepted the job. We got up the next morning and bought the house we bought before when I thought I was going to be assistant secretary of defense, and flew home and that was the day that Nixon fired Richardson.

So there was a hiatus where we kind of sulked, and a number of people convinced Carla to take the job, including the chief justice, who had been the assistant attorney general.

Smith: Chief Justice Berger?

Hills: Yes. Chief Justice Berger had been the assistant attorney general for civil, and he called her and said, "Miss Hills, no woman has had a job as important in Washington, and nobody is better qualified than you are. So take the job. Forget who the president is, forget the attorney general. It's a job that's made for you. You should do it."

Smith: That's interesting. That flies a little bit in the face of Berger's public image.

Hills: No, he was very good about this. He was interested. And then the White House, Peter Flanagan, in particular, offered me a couple of jobs. At one time would I be interested in becoming the chairman of the SEC. Ray Garrett had turned it down because of his wife's illness, and I actually played some role in convincing him to take the job. I was also sounded out on becoming chair of the Commodities Futures Trading Commission, and to run the Bicentennial, things that didn't seem all that exciting. I even interviewed Henry Kissinger to be undersecretary of state for economic affairs. I doubt he'd offered it to me anyway, but before he could decide, Nixon quit and all the people that he'd offered the job to before flocked in.

I then talked with Bill Seidman and others about jobs, and then John Dunlap asked me to be his undersecretary of labor. I'd taught with John, I thought I'd take that job because Carla was here anyway. And then, literally, the week that I was about to accept with John, Carla became secretary of HUD. And those two jobs don't go together very well. The White House asked me to do this or that, including international economic affairs, and then Phil Areeda quit. Got mad at the vice president and went back to Harvard. And so the job of counsel to the president opened.

The president, who I'd not met yet - Carla had not yet been sworn in as secretary of housing - the president and others sent the word that they'd like me to consider the job. And then, literally during Carla's swearing in ceremony, I was thinking about it and the vice president came to me and said he knew me through his lawyer Oscar Reubhausen. Oscar and I had been on a board together, and he said that he knew that I was interested in political economics - that's what I taught at Harvard - and if I would take this counsel job that he knew I had been offered, that the president and he wanted to emphasize the need for regulatory reform. And would I do that?

It was very exciting. I don't know that I said anything, but in the ceremony after Carla's swearing in, the band was playing, the kids were there, and the president and the vice president assumed I'd accepted. So that's how I became counsel to the president.

Smith: Let me go back. You mention Phil Areda(?) left, I assume he got mad at Vice President Rockefeller?

Hills: Yes.

Smith: What was the gist of that?

Hills: I'm not exactly sure what job it was. But he had assumed he was going to get a job, probably as head of the domestic council. Nobody has ever said that to me directly, but I think that was it. And I had actually been helping Phil. Phil and I had played bridge together when I was a law clerk back here in 1955, and so I'd come into Phil's office occasionally. He had a card table in his office for me, so I could tell him things about the business world. And so, I took Phil's position and became counsel to the president. I was excited about the idea of political economics and the idea that the president was really willing to consider rolling back the heavy hand of government.

Smith: That's interesting because I have said on a number of occasions, in my personal opinion, it's a mistake to see the Ford presidency as a coda - as the last chapter of the Nixon presidency. That, in many ways, you can see Richard Nixon as the last New Deal president, someone who felt as a politician to his fingertips, the need to accommodate himself to that consensus. Whereas, Ford, in some ways, is more conservative than Nixon. And that the Ford presidency really represents a fresh start in a number of ways. It's more about foreshadowing what would become conventional wisdom, than it is about tying up loose ends of the past. And deregulation is a classic case of that.

Hills: I think that's fair, but he didn't like the word deregulation. He really didn't, and I didn't, either. It was bad regulation. It was regulatory reform. He didn't want to touch environmental matters. He didn't want to touch things that dealt with that. When we talked about it, he didn't think that we had a scientific basis before making major changes and environmental reform - at that time. But he was interested in the monopolization of business by the government. In other words, by the elimination of competition.

So I would not put him down as part of this deregulation issue. None of the things he did, did any more than stop the fixing of prices. Trucks, planes, and trains. That's where he had great success. He was interested in communications. He supported the case against AT&T, which was – he didn't bring it – but he was supportive of the idea that we need not fix telephone rates. It's hard to imagine – he made this speech in late 1974, and the speech basically was in Chicago saying that he wanted to pull back the heavy hand of government.

I think people, editorials, treated it as kind of a polemic. Just sort of another little political speech. But literally, when I got to the White House, and had early meetings with him, he echoed what the vice president said, and said, "I want to see what we can do." And what he said is that, "I want to find the bipartisan limits, and I want you to test them." He sent me over to see Senator Kennedy, Senator Cannon. He said he called the Senators. "I want you to talk to the Senator about what we could do in this era."

Steve Bryer, fortunately, was Kennedy's executive assistant, and as luck would have it, the year Carla and I were visiting professors at Harvard law school, Steve rented the attic of the house we were given to live in. So we had a wonderful friendship. Steve was interested in airline deregulation. Howard Cannon was interested in trucking and train deregulation. With the president's complete support we literally formed a group of twenty Congressmen and Senators. Imagine this – both parties – a formal group, with whom the president met in the Cabinet Room to talk about his interest, the places he wanted to go. It was really dramatic. We came out and briefed the press afterwards with Senator Pastore for the Democrats, and I was asked what the president hoped to accomplish, and I said, "We hoped to begin a consensus, find a consensus, on reform of price fixing by the federal government." And they asked Senator Pastore. He said, in words to the effect, "Oh, Mr. Hills is wrong. We have a consensus." It was a very nice time.

Then we formed a group again, with the president's approval, of people within the government. Paul O'Neill and John Snow were on my committee; Paul MacAvoy was my co-chair for the council of economic advisers; Tom

Kauper from Justice Department; about twelve people. We met every Wednesday in the Roosevelt Room, to talk about what we were doing. And we organized a group from the Congress of staff people to do the same. And with their approval, the president gathered in the East Room a classic picture of, I think, fourteen regulatory agency heads, with all the press, and with me as just a moderator, and Paul MacAvoy there to be the expert, but the president didn't need much of Paul. He talked to every one of the regulatory heads and talked to them about what he wanted them to consider. Not what he ordered them to do. It was really quite dramatic. He said to Richard Wiley, chair of the BCC, words to the effect, "Richard, I don't think you get my drift." Richard was talking about fewer pages, shorter times, what have you, and he said, "I'm asking the question: do phone rates have to be regulated?" And when the ICC came up he said, "I don't understand why we have an Interstate Commerce Commission." Pretty dramatic.

And, of course, we went from there. While Jimmy Carter, President Carter, gets due credit for *passing* the airline deregulation bill, it was the president's initiative. The bill that the president, Howard Baker – I think it was Howard Baker – and Senator Kennedy, introduced that deregulated airlines. Planes and trucks got done during his term. When he announced his opposition to trucking regulations, there was a holy whazoo from the Teamsters Union, which was a Republican supporter in those days, and equally from the Trucking Association. The airlines, with the exception of United Airlines and Frontier Airlines, were deadly opposed to deregulation. The manufacturers were deadly opposed.

Smith: And on what grounds did they oppose?

Hills: Well, it had worked just fine for them.

Smith: The status quo.

Hills: The status quo worked fine, and he was going to destroy successful industries. The remarkable political will he had in doing that, his confidence that notwithstanding the public uproar, that the Congress would support him. And

they did. It was an enormous time. It was an extraordinary time. It was unusual.

Smith: This just confirms our interview with Carla, I was telling her when we talked about Bill Coleman, it's amazing to think today, in that relatively brief period of time, just in his field, everything from the 55 mph speed limit, to airbags, to the Metro in D.C., to finishing the Interstate Highway System...

Hills: Oh, well, but wait a minute. The only president who had the courage to put a tax on imported oil. Mileage standards for cars. Strategic oil reserve. Those were not small things. And the force that he did that with. Political advisors were saying, "Now hold up."

I hope Don doesn't mind me telling this story, but as I was leaving the White House to go to the SEC, we had the president's order, announcement, on airline deregulation ready to go. I was leaving the next day or two, and Bill Coleman and Ed Levi and I came over to the White House for that little ceremony, and we understood that it had been taken off the calendar. I think that Don thought these things were really politically not good things to do. I said, "Well, I guess we'll have to put off my swearing in ceremony." Ed Levi objected. And so the president signed that and it went forward.

One session is worth talking about. That is, the president of the union, the Teamsters Union, Fitzsimmons, and the head of the American Truckers Association, who came from Grand Rapids, came in to see the president in the Cabinet Room. I think Bill Coleman was there, and as I recall, maybe a couple of others. Fitzsimmons could hardly speak, he was so mad. He was just furious. But the president's friend, who liked to call him Jerry, was talking very nicely. He said, "You have to understand that this is a complicated world we're in. We, who want to ship transcontinental, we don't really necessarily want to take milk to the schools of Grand Rapids." And the president looked up and said, I forget the fellow's name, "Are you telling me that the country that walked across the continent in covered wagons can't get milk to Grand Rapids unless we regulate it?" He was really something.

Smith: Do you often think in retrospect, gee I wish the public could have seen this?

Hills: Oh, yes. I wish they could have seen him talking in a session. Because of regulatory reform, because it was dealing with anti-trust concepts, Ed Levi and Bill Coleman and I spent a lot of time with the president. Now those are two people of enormous intellects, and boy, the president is right there with them. Anybody who thinks that man was slow is crazy. He understood it, and he understood the politics of it. By that I mean, he understood how when you did this, it would cause that.

You may recall we had White Houses around the country, and we had a White House in St. Louis – a day in St. Louis for the White House. He briefed the press there on the budget, as though he were in the press. He was asked why he had cut the job training bill money, something specific about, something out of left field. And he looked at it and he said, “No, you’ve misread the budget. Yes, we took this money out of this program, because this program was sending people to Mickey Mouse schools that did nothing but take money and give nothing. We put more money into on-the-job training. I believe in training a person for a job that exists, not for a job that doesn’t exist.” Jim Lynn was sitting there and he said, “I didn’t know the president could do that.” So he was a president that this country – this country didn’t know what they had.

Smith: Broder said, I think it was after the election, he said, “People are just sort of realizing that Gerald Ford, in fact, is the president that they always said they wanted, but didn’t perhaps appreciate at the time.”

Hills: They didn’t see it. Carla and I were at a party in Sun Valley. By accident, we were there, some people we knew were having a party – mostly Democratic friends. We got kidded a little bit about the fact we were the only Republicans present. Tip O’Neill was there and after a while, with that wonderful voice of his, he said, “My friends, I mean no disrespect for President Carter, but in your lifetime you’ll never have a president as good as Jerry Ford.” Just marvelous.

Smith: Don Penny tells the story. He was in the Oval Office and the president just had a meeting with Tip, very jovial and very constructive. Then, of course, Tip went out on the North Lawn, and proceeded to unload in front of the

press. Don saw this and he rushed back in and he said, “You won’t believe what Tip O’Neill is saying.” And he proceeds to recount all of these horror stories. The president is smoking his pipe, and he says, “Oh, Don, that’s just politics.”

Hills: When we came back from this session with all the regulatory heads, and Paul and I went back with the president to the Oval Office, the president was quite pleased, as he should have been. This, by the way, was a huge story on the front page of the *New York Times*. It was well publicized, but the public didn’t catch it. The president was excited about it and Paul McElroy told the story. He said, “Mr. President, you’re right. We’ve accomplished a lot, but you’ve got to remember that a regulatory agency is like a turtle. It’s got a very thick hide. You can put a little lettuce in front of it, it will quicken its pace ever so imperceptibly, but only imperceptibly.”

Later, I got a message from the chairman of the CAB, John Robson, who was basically for deregulation. I’d given a flamboyant speech about what we were going to do, and he made up a poem about the deregulatory turtle and the last line was: And the son of a bitch can bite.

Smith: Did you see the president’s sense of humor?

Hills: Oh, yeah. He loved it. I told that joke which was really Paul McElroy’s joke, but the president just loved it. He liked to tell it. He liked to tell it so much that when I went to the SEC, with many other commission heads, we formed the Order of the Turtle. And we found a crystal ashtray in the shape of a turtle that only worked when it was on its back, of course. And we gave that turtle to whomever had done something with regulatory reform in a given period.

Smith: His decision making – clearly he was very comfortable with having high powered, in some cases, large ego’d, very brainy, very assertive, people engage in intellectual fisticuffs. And then he’d make the decision.

Hills: To a degree. As you know, he was irritated one day and several people changed jobs. I was gone by that time.

Smith: As you know, I'm working on this Rockefeller biography and part of that is trying to track down – the president always insisted that really it originated with him – this whole enterprise. There is something about Don Rumsfeld - people just insist that Rumsfeld had to be behind this. Something *about* Rumsfeld, I guess, that, even when he's *not* responsible, there is a school of thought that says he must have been pulling wires behind the scenes. Because Rockefeller is gone, and he is over at the Pentagon, and Bush is, in effect, deep-sixed at the CIA. Anyway, people read into that political ambition.

Hills: Well, I can't deal with motives, but I think it's pretty clear that he was responsible for George Bush going to the CIA. The president had other people in mind. I think it's fair for me to say that he was interested in having Edward Bennett Williams take the job. He actually sent me to talk to Ed. He asked me to read all the things that Ed had written and done and summarize it for him very quietly. And after a week or two of looking at Ed's background, he said, "Go see if Ed would do it." Ed was flattered and sent a note to the president to that effect, but said that he loved his firm too much, that he couldn't do that.

One curious time – actually in my last days at the White House – the vice president had this plan for synthetic fuel, as you may recall.

Smith: The Energy Independence Corporation.

Hills: Right. I can't tell you how much we all admired Nelson Rockefeller. Many of us met with him every Tuesday for lunch, and he would talk to us about what he cared about. Bill Donaldson was there at the time. Bill was counselor. Dick Parsons was there. Paul O'Neill usually came to those. Frank Zarb came to those. Dick Cheney usually came to those Tuesday lunches. But a number of us had some concern about the bill – that it was too large.

At one lunch – I had not been heard from on the bill – he asked my view on it. It wasn't so much a legal matter as an economic matter, although I sat in on the Senior Staff meetings. And I expressed my view to him. I said I thought that it would smother the issue. He said, "Well, look, we're going to have this session. You come to it. You express yourself." Alan Greenspan had been pushing me to do it also. So we came and we had a discussion. Don got very

upset by the fact that anybody was trying to reopen an issue that he felt was closed. Some harsh words were said. The president said, "Will you boys quit scrapping? You're all going to California with me. Go get dressed and get packed. We're leaving in about three hours."

We spent a week on the airplane. Well, more than that; I spent about ten days. We dedicated a law school at Oklahoma, Pepperdine law school in Los Angeles, went up and dedicated a new Stanford law school building, and went down and spent a weekend playing golf with Dee Keaton and Leonard Firestone.

That was when the lady took a shot at the president after he gave the speech. That was anticlimactic. He gave the speech for Nelson's program at the Building Trades annual convention in San Francisco, walked out of the building, the shot was taken. Nobody ever heard anything about the Nelson Rockefeller plan again. It was just wiped off the face of the earth.

Smith: Yeah. There is a story I told Carla that I heard from Bill Simon who may or may not have exaggerated. But as I understood it, there was a heated, probably more than one, pretty heated Cabinet discussion about the Energy Independence Corporation.

Hills: Oh, yes.

Smith: And at some point, Bill said to the president, words to the effect of, "Don't let him do to the country what he did to New York." And the president – it's revealing – indicated that he was going to support this. Simon went up and renewed the argument because he felt very strongly about this. The president said, "Bill, you and I both know there is no way the Congress is ever going to buy into this, but I'm not going to embarrass Nelson." Does that sound credible to you?

Hills: It could be. There is another part to it. You didn't mention this, but one of his first acts when he came to the presidency was to reverse Nixon's position on South Africa.

Smith: Tell us about that.

- Hills: Well, it came before I got there. He simply went along with the sanctions.
- Smith: Sanctions from Congress?
- Hills: No, no. The world.
- Smith: UN?
- Hills: Well, there were all kinds of sanctions that countries had put on, and President Nixon had chosen not to do that. It was very early on that the president did. Another time that was even more dramatic to me – you may recall that there was a brief flurry when a number of Saudi banks had bond issues in the United States and excluded the Jewish houses – Goldman Sachs, Bear Stearns, Lehman Brothers, Solomon Brothers – and the president was just furious at this thing. He read it in the newspaper, or I suppose in the briefing. He called me in and said, “I called for Bill Simon. This will not happen again. This will not happen again.” He told Bill and myself, “See that it does never again.”
- Bill and I spoke to each of the houses, White Weld Merrill Lynch, I think was one of the houses. I want to be careful here. A couple of other houses that had been in the syndicate that had excluded the Jewish houses. We basically, either in my office or Bill’s office, we alternated, we would say to these gentlemen, “The president of the United States has said that if it should happen again, he will do everything in his power to see that they are no longer in the business.” Bill said, “Can we do that?” I had no idea, of course.
- We did the same thing with the embassies. I was instructed to go to each one of the embassies and meet with the ambassador and say to them the same thing – that the United States is not going to allow them access to our capital markets if that happens again. Just that strongly. He felt very strongly about it.
- Smith: What kind of a response did you get?
- Hills: It never happened again. Happened about three or four times in a small period of time. Never again. He had that force.
- Smith: Now, you started as counsel – when?

Hills: I started in March of '75. Of course, what I got was the headlines of being the CIA's czar. Because the day before I'd accepted, there was a rumor that I was going to be the CIA's czar. And I said, "Come on, be serious. I am interested in the counsel's job." And then later, of course, I had taken it the next day, and I said the CIA thing is one part of it. Nick Hurrier of the *New York Times* confirmed something to the effect that HUD's Hills husband to be CIA czar. So that was a large part of our effort.

Smith: So you came on in time for the fall of Saigon?

Hills: I was there, yeah.

Smith: What was that all like?

Hills: Well, I was new. I knew I could eat in the dining room and I knew I could have all those perks of the White House, but I didn't know much about it. Brent called me in the Situation Room and we sat there several days in a row, determining the fate of thousands of human beings. To me – Brent became a hero, if not that day, a few days later. It was terrific the way he handled it

Smith: What was he doing?

Hills: Well, he was deciding how to get people out – save people, save human lives. Move resources – and he went to great lengths. The president was very concerned about this. It was enormous. And [he] brought them into the United States – brought them in by the tens of thousands.

Smith: And that's a huge story because, of course, Congress wanted to pull the plug as soon as we were out. Sort of forget we had ever been there. And certainly forget any moral obligation we had. And as I understand it, the president felt very strongly, was angry about this, and put together this crazy quilt coalition. George Meany was involved and the American Jewish Congress and other groups. Were you involved in that effort?

Hills: Well, in the sense that I was a lawyer overseeing it. Overseeing is the wrong word. I mean, are we doing anything wrong here? Back and forth.

- Smith: And the effort was basically to go to the American people and, in effect, shame Congress into reversing itself.
- Hills: Right. It was the same thing he did when he pardoned the people that were in Canada. He pardoned Nixon and then he pardoned them. They said he healed the nation. He did it in so many ways, it wasn't that he just sat there and was a nice guy. He did all kinds of things to make it a better place.
- Smith: I've always thought that people make a mistake in overlooking the proximity of those two pardons. To me, they were always part of the same effort.
- Hills: Oh, I think so. They both happened before I got there, but it was certainly in the DNA, if you will, of the place. This was the president, this was his doing.
- Smith: On one level, the political foolhardiness of deciding, I'm going to go to Chicago and tell the VFW this - we've been told that it wasn't in the original speech - that he had Hartmann draft a page and a half that wasn't staffed out - that he inserted himself. It was very much his initiative. I mean, to walk into the lions' den and tell them what they really didn't want to hear.
- Hills: You saw it almost every day. Carla may have told you the stories about her bouts with Jim Lynn. The president would listen and decide. I had a bout with Jim when I got to the SEC. I got there and found out we didn't have any economists in the place. Not one economist in the entire SEC. And I said, "Come on, now. We've got to do something about this." So I went around and kind of worked on my budget, and figured out a way to get it done and proposed that we create this position.
- OMB opposed it. We cut back, cut back. I said, "Look, I've adjusted it in the budget." They said, "If you can lower your budget, fine. You don't need to do something else." So I asked for a meeting with the president. I had sent over a memo the day of how I was paying for it. So he sat there and listened to the argument of whether or not lawyers could run the SEC or whether you needed an economist. Alan Greenspan was there to support me if I needed it. The president looked up. Looked at Jim and looked at me. He said, "Well, Jim, Rod's trading three lawyers and two automatic typewriters. That's not so bad,

is it? At least we get rid of the lawyers.” And that was him. But there was no doubt about what he was going to do.

Another one. You’ll know the names better than I do, but late in my time Doug Bennett, I think was the head of the recruiting, personnel office. And he had promised the head of the Ways and Means Committee, Democratic head of the Ways and Means Committee, that his son could be on the Consumer Product Commission. They announced their intention to appoint him, and the uproar was so big that the president never nominated him. Of course, the chairman was upset. So Doug told him that the next opening would be his son’s, and he said, “Well, what’s that going to be?”

The only reason that Doug Bennett knew the next opening was going to be at the SEC is because I told him that Al Summers wanted to step down, and that would be opening pretty soon. And so he promised him that job. Well, when it was leaked, as he did, that this would be the appointment, all hell broke loose. The Consumer Product Commission is one thing, but put this guy on the SEC, you’ve got to be kidding.

And so I trudged over to the White House. The president puffed on his pipe and listened to Doug Bennett and listened to the political people saying boom, boom, boom. He said nothing. I was agitated a little bit and said words to the effect that life is tough enough over there, that if I don’t think I have your support – I wasn’t quite that bad. He showed me the door and he said, “I don’t think the name has been formally nominated, has it?” It never came up. Six months went by and no nomination went. He was a good person.

Smith: Everything you say is consistent with what a number of people have said who talked about him as a calming force.

Hills: “Don’t get upset boys.”

Smith: But he had a temper. Did you see his temper?

Hills: Oh, yeah. He hated the squabbles between Jim Schlesinger and Bill Clements, the undersecretary. He just hated that. He’d send me over and say, “Can you keep those boys from scrapping?” He hated scrapping between the thing that

ultimately caused those people to leave. I think he lost his temper a little bit at – who was the head of AT&T? – John – he was in a wheelchair at the time. He came in screaming at the president because of the AT&T case, saying terrible words. And the president got upset and looked at John and said, “John, I assume your health has something to do with your lack of civility, but this office is not used to that and will not tolerate it. Excuse me.” He was no patsy.

Smith: Again, if only the public could have seen him. There is such a dichotomy. I always thought that if there had been a second, a full Ford term, that there would be this sort of Trumanesque - not a cult - but a following. That Ford had many of those qualities – the plainspoken, Midwestern decency, decisiveness – that don’t lend themselves to television. But over the long haul...

Hills: He knew enough about government to know that in his view – let me say it differently. In his view, which I share, that the big job of the president is to make it work better. The issue of, “it isn’t working very well,” and, “how do you work it?” – I don’t know that he used the term, but I always, in thinking back, I want to say, “Well, the president wanted to fix the plumbing. He wanted to make it work.” And in almost every problem it was, “We can make it work better.”

Smith: Not abolish it.

Hills: No, no, not at all. Like the job training; move it from here to there. Make it work. And that was such a huge task – that you didn’t need pie in the sky stuff. He was prepared – he was open to anything, and he was able to understand it. He was able to understand whatever the subject was. He could understand it. Keep it in mind the people he was talking to everyday. They were Bill Coleman, Eliot Richardson, Ed Levi, John Dunlop, the dean of the Harvard faculty, David Matthews, president of the university. Those were no shrinking violets.

Smith: What led Dunlop to leave?

Hills: Oh, it was a sad thing. John didn't want to be the secretary for very long. And one of the things he wanted to accomplish was to make a grand deal with the Teamsters Union, and in that grand deal – it's been so long, I used to be a labor lawyer – I don't think I can restate it, but basically, he had a grand idea for labor peace in the construction industry - and one important part was to allow common - situs picketing.

Smith: And explain that term.

Hills: Well, it was to allow the union to picket the whole site if there was a dispute with one union. So the Teamsters Union, which is a powerful force at any construction site, was critical to the Plumbers Union. You could always get by without a plumber for a day or two, or you can find a plumber or two. You can replace them. But this common-situs picketing, and it wasn't just this...it was something that John had worked at for years.

You may remember that he co-chaired, or chaired, I guess, a group of businessmen and labor leaders. Enormous importance of the head of the union, AFL-CIO – George Meany and his deputy Lane Kirkland...at any rate, George Meany. This was part of it. And the chairman of General Electric, Walter Wriston from Citibank, about ten businessmen and ten labor leaders and they met with John regularly to deal with these major issues. Labor-management relations were – it was an interesting time. Then you had people like George Schultz, John Dunlop, of course, as secretary of labor, and John.

The president came to understand that if he endorsed the common-situs picketing, that would be it. Reagan would be nominated. There was no chance, whatever you thought about the Rockefeller issue, this was the headlines. And so he sadly told John, he said, "John, what good will I do to you if I'm not re-elected?" - because it won't last beyond the week. But John felt he had to resign over that. It was too bad. He was a good man.

Smith: And then Bill Usery replaced him?

Hills: Bill Usery replaced him, right. And Bill was a good man. We've had a lot good people in as secretary of labor, but, none of the classic people recently.

Smith: Tell me about Ed Levi.

Hills: Oh, he was just a Rock of Gibraltar. He would suffer no mincing around about what the law was. I had one run in with him which was kind of fun. For example, I'm told that he would not stay as attorney general, and would not take the job in the first place unless he was comfortable that the counsel's office was well staffed in the White House. He cared about that.

I'm sure he knew Phil Areeda, my predecessor, and I knew Ed pretty well. I'd been chairman of the American Bar Foundation research committee where Ed sat on it, so we knew him pretty well. But during the CIA investigation, you may recall the case, they had fed LSD to one of their fellow colleagues who jumped out the window and killed himself. I had the sad pleasure in telling the president about it when it came to my attention.

Smith: Was he shocked?

Hills: Outraged. Absolutely outraged. He said, "I want you to make sure that that family is taken care of. The family of this man." And so I went back to get the records and found out that the Justice Department had settled the case sometime earlier – long before they knew that he had been intentionally given this drug. I went over to see – Carla's successor at the civil division – Rex Lee. I said, "Rex, the president wants to know," we always said that – the president wants to know, but the fact is, he did want to know, "The president wants to know what this tort will be treated like." Rex said, "Well, we've settled the case. It's done." [I said,] "Let's say it's not settled." We got into an argument. I said, "Look, Rex, tell me what the money is you would pay if it had not been settled, and it's up to the president to get the bill passed to pay that amount. I want to know the best your people – what's the amount of money that we would normally pay for this wrongful death." Ed called me and said, "Rod, the memories of the Justice Department of having the White House beat up on them is still too fresh. Be calm, I'll take care of it." So that's how we proceeded.

The President did another thing that was interesting. When I early got there, he said, "I think we ought to have a discussion of the Constitution. We've got

Ed Levi over there, and we've got Scalia over there, we've got Bork over there. Rod, you probably want to put some more moderate mix into that and let's have at it. And so Jerry Gunther at Stanford, who I'd known - he came to Stanford after I'd left, of course, but he and I overlapped as law clerks in the Court - I called Jerry, and Jerry came back and we had several sessions with the president. Several amongst ourselves. We talked about various things like the one-House veto, just kind of a discussion and the president enjoyed that. He cared about that. The *Mayaguez* incident, he cared about that. He worried about the War Powers Act.

Smith: But he wasn't prepared to frontally challenge it? We talked to Jack Marsh earlier this week at some length about this.

Hills: Tony Lewis, Anthony Lewis, called me and said he wanted to talk about it. The president authorized me to talk to him. Lewis wrote a column which was very complimentary to the president, which said he understood the subtleties of saying that here was an act and both parties would be better off not challenging it. He was good about that. He liked to talk about things that - no law pushed to extreme is a good law. I can't say those are his words, but that was certainly his philosophy.

Smith: Let me back up because you talked about this LSD incident. Was this the fallout from the Seymour Hersh articles that supposedly revealed some of the worst of the CIA abuses and touched off the subsequent investigations?

Hills: It began this way. As I got to the White House, the Rockefeller Commission investigation of the alleged abuses of the CIA was about to come out. It was in the works. The Church Committee had been appointed. My recollection is the Rockefeller thing began first, the Church Committee happened and...

Smith: The cynics, of course, saw the Rockefeller Commission as an attempt to forestall more damaging revelations on the Hill.

Hills: Well, they did. But on the other hand, they were very anxious to get it. Early in my time they sent over - the vice president's staff - sent me the thing that they were going to produce in a couple or three days. I read it through the night until fairly early in the morning. I went in to see the president the next

day and I said, "This is not a complete report. There are names in here about things that allegedly happened, and it's just not correct that this report should be published. It's not done."

Smith: In what way? In terms of verifying the information?

Hills: Well, they said so and so is alleged to have been involved with this. And it was quite clear there were more investigations to be done to see whether it was correct or incorrect. There were just a lot of them. I gave the president some examples and he said, "You're right. This can't come out." I went over to see Fritz Schwarz, Church's chief counsel, or called him. He was at once furious when I said we were not going to release it at that time, and I was told that Church was upset. It was causing a furious public reaction we all sat there: what do we do about it? I don't know who did this. Who was the – at Brookings now, the press guy?

Smith: Ron Nessen.

Hills: Ron Nessen. I think it was Ron I knew. I'd only been there for maybe two weeks, and he said, "Why don't you send Rod out and have him answer their questions until they get tired?" So I went out and the first question was from somebody: Is this embargoed? I didn't know what he was talking about. Tom Brokaw, an old friend, called me, he said, "Rod," he said, "it means, when can we release it publicly?" Then Ron took over. Then we talked back and forth, back and forth, for a long time. And finally, Tom asked a question, he said, "Is this investigation of the CIA, is this a wild goose chase, or is this something that needs to be done?" And I said, as previously authorized to say, "There is substantial reason to believe this is an appropriate activity." So they then had a half an hour of wait. Then the president came out. The front page of the paper was "The press had thrown out all the fast balls, had nothing left for the president."

Smith: Now out of that effort came the executive order prohibiting assassination?

Hills: Later on. Phil did a good job working with them. We had a number of episodes with the Church Committee. But the president was steadfast in it and...

Smith: What was the relationship between the White House and the Senate Church Committee? Was it difficult?

Hills: I was the go-between. It actually worked out pretty well, mostly because John Tower, salty figure that he was, figured out that when things got really tough, if something was really bad, he would say something that would make Frank Church mad. Frank was a wonderful man, but it was easy to get him mad. And when he got him mad, Church would then have to recuse himself and John Tower, and the matter would be turned over to his number two, Walter Mondale, and Howard Baker. Whenever that happened, the three of us would retreat and discuss it.

The first one was classic, it was a matter involving important people being threatened. We had said that the president said we could tell the Senate that we would let any member of the Senate committee selected by John Tower and Senator Church look at whatever they were trying to get – just one person, no staff – and that person could decide whether or not to recommend a subpoena. But one person only.

Church wouldn't do that. He said no, that can't be. Everybody's good. And so, when we had a fight we retreated to the Situation Room with this box. This tells you about a Washington that doesn't exist. Walter Mondale said, "Rod, would you characterize again what's in the box as you did yesterday?" I did, and Fritz looked over at Howard and said, "Howard, do you believe him?" Howard said, "Yeah, I believe him. Fritz, do you want to look at that box." "I don't want to look at that box. Howard, do you want to look at that box."

We went back and told the chairman that we had solved the matter. As I say, that's a Washington that doesn't exist anymore. And that was a comity between them.

Smith: It's doubly interesting because, of course, Fritz Mondale was being groomed as a candidate in '76, and Frank Church, of course, was a candidate in '76. So, factor in political aspirations and it makes it even more extraordinary.

- Hills: But there was a time when, at least from my naïve view, the stalwarts of the Congress knew what things had to be resolved, and wouldn't let those go away. I can't say they fixed every one of them, but you didn't get a whole lot of nonsense.
- Smith: But you get a sense – and I realize you came in after this – that with the '74 election and that whole group of so-called Watergate babies, came a more aggressive stance on the part of Congress.
- Hills: I was a delegate from California to the '76 convention when Reagan took over. As you may know, the people supporting Reagan way outnumbered the people supporting Nixon at that convention. And that's when they changed the voting, you may recall, so that they enhanced the power of people in states that lost. So you really had – it was part of the move to the South.
- Smith: I was referring to the mid-term '74 elections which bring in a whole lot of so-called Watergate babies, and they come here loaded for bear with a more antagonistic, or at least suspicious, view of the executive based upon Vietnam, Watergate and the like. That must have had an impact on relations between the White House and the Hill.
- Hills: Well, you'd have thought so, but let me tell/remind you of the story I told you about the twenty congress people and senators from both parties that sat down with the president of the United States and agreed upon a major strategy. That was enormous. And I'm sure you talked with Carla about the number of vetoes that were upheld. Extraordinary. With a veto-proof Congress.
- Smith: It is interesting because I think that people did have short memories. He was the fiscal conservative, and some of those who laid claim to that title were much less willing than he to expend political capital on vetoes.
- Hills: But the difference is, he was not blind to anything. He would not cut everything at any cost. He was always able to make an argument, "This is important." He could sort that out. I don't know that there has been a president since that had that capacity. I should say that differently, there hasn't been a president since that had that capacity.

- Smith: He was also a conservative who did not intrinsically see government as the enemy.
- Hills: That's exactly right.
- Smith: He had a healthy skepticism about social engineering. But he was a constructive conservative.
- Hills: I think conservative in the British concept. In a sense he was a liberal in the English sense, also. Not a libertarian so much, but just a – you take the stories about South Africa and the Jewish boycott. These things are of moral consequence to him.
- Smith: There is that remarkable instance on the eve of the Texas primary – a critical primary. Henry Kissinger is supposed to be going to Africa to, in effect, enforce this new American policy. The trip could have been put off. It certainly wasn't going to get Ford any votes in the Texas primary. And they went ahead with it and the commitment to black majority rule in southern Africa. Whatever the short-term consequences were.
- Hills: The Helsinki Accord. He was laughed at for that. It's chilling to hear people now. I spent some time in that part of the world, and how important people my age, at the time, thought the Helsinki Accord was to them. Especially in Poland.
- Smith: Really? And that's the great irony. It's funny, when you go back, people remember the Polish gaffe in the debate. He'd just been to Poland – Poland, Romania, and Yugoslavia, but he'd been to three of the satellites, and he'd seen the outpouring. If he had just made reference to what I've seen with my own eyes...
- Hills: Well, I just learned just recently that certainly during the time that President Ford was in office, Poles could travel freely. They had no trouble getting a visa. They could leave Poland. That was not true of any of the other Iron Curtain countries. They could get up and walk out. That fact alone would cause the president to see Poland differently.
- Smith: When did you leave the counsel's job to go to SEC?

Hills: In October – November, October, I think.

Smith: Of '75?

Hills: Yeah. It was a short time – nine months.

Smith: And what were the pressing issues at SEC at that point?

Hills: Well, I thought it was to maintain the deregulation of fixed commission rates. On May 1, 1975 the SEC changed the longstanding policy of fixing commission rates. Now the great credit for that goes, of course, to the commissioners themselves. Ray Garrett, who was chair, but the president, and Alan Greenspan, felt very strongly about that. And so when Ray – as I think I told you, Ray was off of the job, turned it down because of his wife, we all persuaded him to take the job.

When I came to the job as counsel, one of my first meetings was with Ray to talk about unfixing commission rates. The press – it was not a secret meeting – I went to talk to the Senate, Pete Williams, and tell them I was going to see the chairman about this issue. And there was a lot of controversy about it. So I thought that was a big issue. I also thought, and Alan thought this, that derivative trading was a big issue. Options were not organized in those days to trade. They were much like the various types of derivatives now that are the sub-prime stuff that's scattered. As you know, there is a major, constructive effort to organize trading them so that the derivative contract is spelled out just like an options contract is spelled out. But in those days there was no organized option trading.

The SEC had authorized, reluctantly, an experiment with twenty-five call options. But to be traded as an option, you had to have a positive net worth of a very large amount. You had to have made money for the prior three years, and you could only have call options. You only have an option of the price going up. I brought Fischer Black, Myron Schoels at Alan's suggestion, and we were able to get organized trading started.

I say those were the issues that I thought were important, but we all also had all the foreign bribery cases on our watch. Ely Black jumped out of the Pan

American building just about the time I got to the SEC because he'd been bribing people in Central America when he was running the United Fruit. Then American Airlines, and depending on how they count, several hundred American companies had been embarrassed to reveal questionable payments to foreign officials. That got the headlines just like the Church Committee got the headlines when we were doing regulatory reform work in the White House.

And so the things that we were doing which we thought were important, were kind of put aside. The president – you probably won't recall this – but there was an element in the country that thought we were crazy, off our rocker. That this was no business of the SEC. If American business had to bribe somebody, so be it. That was good for business. Where did we find the charge to do that? So they appointed a commission of all kinds of Cabinet people with Elliott Richardson as chair, I was asked to testify before Elliott. Carla had taken people at HUD – I think that's correct – out for a session at Camp David. Ford was great about that. He told them he would let us use the – he let me use the boat, the *Sequoia* for the regulatory heads, just to get them together. We had to pay for it, but it cost very little.

The commission report came out when I was with Carla at Camp David that was very critical of our anti-bribery work. It happened that I had laryngitis. I couldn't talk. And so I worked very hard on a draft, a really critical letter that was fairly critical of my friend, Elliott. I felt bad about it. Elliott had not even considered the damn letter. He wrote back immediately and said the letter was ill considered and he was recommitting it to the commission. Somebody told the president about it and he called me to say, "Well done."

Smith: You mentioned the word derivatives and I know the deregulation of financial services was part of this package.

Hills: The only deregulation that occurred was: just let them compete for commission rates. Once you did that, then, as Alan Greenspan said, - I didn't understand this, as Alan would say – "If you make Wall Street compete on commission rates, they will be competing with the banks. And the banks will

have to compete and you'll get rid of all those damn regulations. You won't fix the interest every place." So that was that deregulation.

Smith: Okay, so that deregulation is totally different from what has since become a pejorative in terms of...

Hills: No, not in that sense. Because, again, Alan, and I think the president, understood far better than I did, that once you did this, these separate silos of insurance, of commercial banks, of investment banks, of savings and loan banks, of credit unions – seven or eight different groups of money gathered and didn't compete with each other. And there was no question that as you made them compete, they would come together.

And so my recollection is that we all knew back in those days that you had to have a new push for regulation. You had to decide which kind of regulatory function you wanted. Somebody had to be responsible for the safety of an institution. That's called systematic risk. Somebody had to be responsible for the behavior of institutions. SEC was good at behavior. But unlike poor Chris Cox [who] is getting blamed for something that is not his fault. The SEC has no business telling somebody they shouldn't do something. You don't want government saying you can make that loan, you can't make that loan. But something like the fed, or some organization set up that way, to look at systematic risk. But in that sense it's different, but certainly it was recognized forty years ago that as they came together, you'd need to have a different form of regulation. Different form, not necessarily more draconian.

Smith: The criticism has been voiced that the White House was slow to realize the threat that Reagan posed. Either that he was serious about running, and/or that if he ran he could be a formidable opponent; and that certainly the re-elect campaign was slow in getting off the ground, and that reflected a disinclination to take the Reagan challenge as seriously as it merited.

Hills: Of course the challenge became more serious after I left, but because of friendships I heard of it. After all, losing John Dunlop was not a small problem. Losing Nelson Rockefeller was not a small problem. So certainly the president was aware of the challenger.

Smith: Did the vice president – who was a proud man, and I know privately how he reacted – but I’m interesting in knowing, was there a change in his demeanor at all?

Hills: Well, keep in mind, I had left the White House and I saw the vice president only socially after that. Every time I saw him he was that same fellow. The first time you met him, you were his best friend. “Hey, fella.” I came into that room, we were there in, whatever, the Green Room or the Red Room, with the Marine Band playing, and we were waiting to go in and have Carla sworn in, several hundred people out there. It was a very exciting time for us. He walked into the room and came over, put his hand on my shoulder and says, “Fella, gosh it’s good to meet you. And Oscar tells me about you...” By God, this guy is really something! He was something. He was a man that surely should have been president. Would he have been a good president? Who knows?

Smith: Yeah. But it is interesting that he was such a champion of regulatory reform himself.

Hills: Yeah, I think so. He went out of his way to support the young people there when we were all young. Bill Donaldson and I had known each other before he’d come to the...and Dick Parsons. They’re good people. Jim – they were all good people. He inspired a lot of loyalty. He inspired thinking. I think that if we’d had another week on the Energy Independence Act, we could have sized it down. But it was gone. And you’re probably right. I think this was something that the vice president cared about. It was obviously a topic of interest. It still is.

Smith: Do you remember where you were election night in ’76? And did you go to Kansas City, did you go to the convention?

Hills: Yeah. We did and Carla went up and down the stairs talking about the vice presidential thing. So, I was there.

Smith: Talk about the vice presidential thing.

Hills: Oh, I can’t. The rumors are too huge.

- Smith: Well, I mean, was her name in? Obviously, there was talk at the time of the Supreme Court vacancy.
- Hills: There had been a lot, a whole lot of California business people, all close to the president, had signed a petition saying to make her the vice president. But there wasn't any talk that evening about it.
- Smith: But from what she said, it was very clear that at that point, the split between the two camps was very wide and very personal.
- Hills: The two camps being?
- Smith: The Reagan and Ford camps. That it was not a happy convention in the sense that...
- Hills: I have a view, I guess. It's a modest one, but I believed that evening, and I believe today that, handled right, correctly, that Reagan would have accepted the vice presidency. I believe that. And I had a discussion with William French Smith, Bill Smith was a dear friend from California – I had run several statewide campaigns in California for moderate Republicans. I was Tom Kuchel's last campaign chairman. The last one because we lost in the primary. But the whole state Republican Party gathered behind a fellow by the name of Hugh Flournoy - professor of political science, and the state controller - to run for governor, interesting enough. I think Hugh clearly would have won but for the fact that the president visited Richard Nixon in San Clemente a few weeks before the election.
- Smith: It was actually a few days.
- Hills: He was ahead in the polls before that and never caught up again. But Bill Smith came back to me a couple of times when I was at the counsel's office and complained about the fact that the Ford campaign had chosen one of Reagan's people to be their campaign chairman in California, the fellow that became president of Pepperdine. Banowsky, Bill Banowsky, and what Bill had said to me is, "Why did he do that? It's like sticking a finger in his eye?" This young man was a Reagan person. Why couldn't he have come to all of us? We would have all come together. He said, "I can't know that." I would

have. The Firestones, the Keatons, the Packards, they would have all come together and supported the sitting president. I was also at Detroit four years later.

Smith: Yes.

Hills: It happened that I was at a board meeting. The company that I was on the board, and it was during the convention, and so the president invited me to come up and sit with them that evening. Henry Kissinger went back and forth trying to make the president a vice president. And it was interesting.

Smith: What are your recollections of that? Was he seriously engaged in that?

Hills: Well, people like Bill Seidman and Henry would have the pulse better than I did. My view was the president thought it couldn't possibly happen. It was probably like many of us; we want something, we would be willing to do something, [but] we know it doesn't make any sense. We went out on a cruise for a couple hours and came back and in the meantime it had evaporated. But it was interesting to see him.

Smith: And one also wonders - by that point Mrs. Ford's wishes would have been taken into account pretty seriously. You can't imagine that she would have wanted to return to Washington.

Hills: I suspect that's right. After we all left it happened that the president came on the board of a company with me, Santa Fe International Drilling Company. Santa Fe was not a huge company, but the president was interested in it. We brought Brent Scowcroft on, also. A couple of years later the company was sold to Kuwait Oil. Emir al Kuwait asked the three of us if we would stay on the board because we did have some engineering capacity that was of some strategic concern to our government. And we said we would stay for several years.

But, just to tell you something about Gerald Ford, we had the first board meeting at the home of the president of Santa Fe. The Kuwait oil minister, came out and talked to us and said that since we were no longer a public company, he thought there was no reason to have twelve meetings a year and

four meetings would be sufficient. Of course, that's fine, we're not a public company.

And he said that I understand our fees are \$25,000 a year. Well, he said, "We think that is not sufficient. We'd like to make the fees \$100,000 a year." The president grinned and said, "Before anybody else says something, Ali, let me say that if we're going to cut the meetings from twelve to four, it's hardly the time to raise our income. Probably we should reduce it, but I understand you want us to come to Kuwait City for one of our meetings and it takes a little more time, so if my colleagues don't object (looking at me as his former counsel – I was chairman of the audit committee), we will accept \$25,000." But that was another little vignette of Gerald Ford.

- Smith: You know, he took some heat as an ex-president for supposedly commercializing the office and going on boards and doing some of these things.
- Hills: He went on a few boards, but only on boards he knew the people who were friends.
- Smith: By all accounts, he took those very seriously.
- Hills: Absolutely.
- Smith: Did his homework, was an active participant.
- Hills: He did nothing like they do now. Speeches at \$50,000, \$100,000. He was a very interesting man. Of course, those Beaver Creek sessions every year.
- Smith: The World Forum.
- Hills: Yeah. AEI. Year after year Schmidt from Germany, Giscard d'Estaing, and Callaghan from England.
- Smith: Explain – two men politically more polar or opposites than Callaghan and Ford, and yet, by all accounts, they were very close.
- Hills: Those four people liked each other. Those four people – the G-7 or whatever you call it – they started it. They worked together, they cared about each

other. Giscard, that wonderful ego – he came year after year. He loved to be there. They respected him. Henry came every year. Dick Cheney came every year. In fact, Don was the only one that never came. I always missed him. I don't know why.

Smith: It is remarkable that the Ford people have continued, year after year to...

Hills: Even now. Carla spent three hours on the telephone yesterday with a Ford Executive Committee. I've got an audit committee meeting of the Ford Foundation day after tomorrow, Monday. It is interesting also because all the people on his board, of his foundation, are people he worked with in government. Not all, but are friends. Well, you've seen them, you were there. And that's not true of any other presidential library. We're not the richest one at all, but we do a decent job – thanks to you, in many respects.

Smith: Do you remember the last time you saw him? Carla thought it was at that next to the last meeting of the group – the one that was held out west, where I think Mrs. Ford received the medal.

Hills: I think that's probably right. We haven't seen him since.

Smith: Were you surprised by the reaction when he died – here was someone who had been out of the public eye for quite a while. I was wearing two hats that week. I was with ABC the first part of the week, and then with the family the second part, and I can tell you, in the media, people were surprised. And it seemed to build as the week went by. A lot of people were being introduced to this guy for the first time. And they are comparing him with current politics and he looks awfully good. The number of young people that you saw out who couldn't have been alive when Ford was in the White House. It was very touching.

Hills: I thought he was a good president. The most touching moment I recall was in the Old Senate Office Building when he was invited to speak as a former President of the Senate. He was introduced by Senator Kennedy, who was proud of the fact that the Kennedy institution had given him the Profiles in Courage award. And he sat there – were you there that night? – He said with

such feeling how much he wanted to apologize for criticizing the president for his pardoning of Richard Nixon.

Smith: Ford said after that, he said, “For twenty years, everywhere I go, people have asked me the same question. They don’t ask anymore.” It was as if, with the imprimatur of the Kennedy Library, the issue went away.

Hills: I’ll tell you two cute stories. You may recall that there was an effort by some Republican governors to have Ford run again against Reagan. And he called a number of people – we had one conference call – he said, “Well, I’ve commissioned Teeter to do a poll.” He said, “I’m doing it only because of my friends, the governors. This makes no sense, but I’m doing it.” And a week or so later he called back – I forget whether anybody else was on the call or not – I think a couple of us were – and he said, “The poll came back with predictable results. People do not want me to run for president. In part, it’s because I pardoned Richard Nixon. In part, because they’re afraid I might pardon Jimmy Carter.”

Smith: That’s a great story.

Hills: Sometime, if you’ll remind me, I’ll tell you a story after this.

Smith: For people to whom he’s a name in a textbook, how do you think Gerald Ford ought to be remembered? What would you tell someone who knew nothing about him, particularly a young person today?

Hills: Gerald Ford was a statesman who understood the significance of his office. Who had, unlike – I can’t think of any easy comparisons – unlike almost anybody, he was qualified and prepared to do that job. And did it very well. And of course, he was the only second(?) president who didn’t want to be president. Which tells you maybe what the qualifications ought to be.

A statesman who understood the job and was prepared to do it.

Smith: That’s perfect.

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