

DAVID DOLBEN

Interview 276a

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Jonathan Gerland, Interviewer

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ABSTRACT: In this interview with Jonathan Gerland, David Dolben recounts his career at Time, Inc., particularly his time spent in Diboll as an assistant to Arthur Temple, Jr. He describes the relationships between the New York and Diboll offices and the Diboll and Evadale operations, the problems they encountered, and the decisions they made, and the unique challenges presented by paper mill, the building products operations, and the media operations based in New York. He explains some of the reasons for Time's acquisition of Temple and for the eventual spin-off. Mr. Dolben is particularly interested in describing Arthur Temple as a businessman and as a man, recounting stories about his interactions with people from all walks of life and his attitude toward business, his employees, and his family. In addition to Arthur, he mentions Mike Buckley, Andrew Heiskell, Charlie Stillman, Jim Shepley, Kenneth Nelson, Walter Stern, Mike Dingman, Earnest Grossman, Henry Holubec, Joe Denman, Harold Maxwell, and Lottie Temple.

Jonathan Gerland (hereafter JG): Today's date is September 22nd. It is a Tuesday. We are at The History Center. My name is Jonathan Gerland and I am with David Dolben this morning and we are going to do an oral history interview. Mr. Dolben, maybe to begin, just set the stage for where you were, take us back to the time when you first heard of Temple Industries or got involved with the company.

David Dolben (hereafter DD): That is exactly what I propose to do Jonathan. Let me set the context, because my remarks will almost entirely focus on those early Time years of Arthur, when he joined Time Incorporated and I was here for the initial part of that phase. Let me set the context, as I see it. In 1972, in December, December 7th curiously, *Life* magazine was closed. Why close it? It was losing money; not a lot in today's dollars, but a lot maybe in those dollars, but two things were going on. One was the power of color television, so that took the spin off of *Life* and the wonderful color photography they had, it had. There was a technological limit on *Life* because it was a large magazine, so technology had reached its limits on the speed of a printing press and how fast you could make the paper. The paper machine runs about 30 miles an hour. So, *Life* was closed. Now it wasn't very long after that, weeks, when I heard, well they are talking to Temple, they the people above me, I was comptroller, they're talking to Temple. I didn't know anything about Temple, but curiously I didn't know anything about the paper mill either, Time's asset in Texas. Financially the paper mill had benefitted Time enormously for specific reason. I trust you want to hear as much specifically as possible.

JG: Sure go ahead.

DD: Time had a profit sharing plan, where the employees of New York received up to ten percent of their salary in a fund. And, but the paper mill, because it was unionized, wasn't included in that. And that profit sharing, that ownership of the paper mill had a lot to do with Time's success. The paper mill was very profitable.

JG: It had nothing really to do with publishing? It was...?

DD: No, no, in fact Mr. Luce only made one visit there and he said as follows. "It is a terrible shame that you fellows don't have the..." he said, "you have the wits to make the paper, but you don't have the wits to put anything on it." He was not well received in Evadale. (laughter) You can edit this I hope. But Time, so Time had a love of forest products because that company, started in 1954 was very, very successful. And, the profit sharing fund, which was run by Charlie Stillman, was very, very, successful, beyond your wildest imagination. It is compounding right, I will leave that as it is. That led to, meant a liking of forest products and then to forest products in general. We sleep, and the inventory grows; it's a nice feeling. Time was also, at that time, looking for a successor to Mike Buckley. Buckley had run the paper mill since its inception. It was 1954 until 1972, well '73, and he was getting on in years and he would have to retire in '74 or '75, and they were looking for a successor. That's Time's position. Arthur, I don't know this directly, but it is from my memory and stories we used to tell, he was within an ace of merging his company with U. S. Plywood. Ben Detson was the fellow's name. I remember meeting him in Acapulco and realizing how smart Arthur was not to get involved with him. He was not a very polished stone. And at the 11th hour, literally when he was going to put Temple into U. S. Plywood, he changed his mind, got cold feet, whatever happened, and he came to Time. Time was also alerted to go after him in different ways. Mike Buckley was one of them, "bring him into the fold." Shall I tell stories that are just unbelievable?

JG: Yes, go ahead tell it, tell them.

DD: I said to Andrew...

JG: Andrew Heiskell?

DD: Heiskell, chairman of the board, I said how did we get such, how did Mike Buckley get such a big plane? He said, "Oh David, that was obvious, I told him if he held Arthur Temple in the fold, he could buy whatever plane he wanted." Anyway, that is what happened. Now, this is just plain business, I call it. But before I get to that, how did I get here, me, David Dolben?

JG: And set the stage for a little bit of your background with Time.

DD: Okay, I had a curious business career. I was with Price Waterhouse, where I had learned to suffer. Suffering is very important and...

JG: Tell more. What do you mean by suffering?

DD: It was very, very difficult to earn a CPA exam in those, we call...everything was tougher in the old days, right? So, you had to join a big firm and you had work for it for three years and you couldn't take your examinations until you had done your apprenticeship. Nowadays, it's easy, you take your exams right after college when you're fresh. Anyway, this was a four part examination and it was pretty tough. In my years, only about 15% of anybody who took it any day, passed. But, I wanted to be a CPA. Don't ask me why I can't do that one. Well just stubbornness. And so then you work for a big firm and you are treated appropriately, as a slave. This is not a humanistic organization. They may think they were, but there weren't. So, the work was very tough and very simply, one day I was summoned and went downtown. I was attached to the Newark office and I went downtown and it said report to the Rockefeller office. Buy some new clothes, buy a new hat. I'm not kidding. I went to work as a consultant. It's pretty funny when you think about it, a consultant - we were building new systems for the Rockefeller Brothers at 30 Rockefeller Plaza. I was pulled out of the hat I suppose because I had been to Dartmouth and knew a couple of the Rockefellers and very frankly, rich people didn't freeze me up. They were just people and they were amusing and they had their own cut of life. But, I was never awestruck. The other fellows who had been on the job just froze up, because when you go approach the king, you feel smaller, you are smaller, but that is all you are, just diminished in that relative size. And then I was at the Rockefeller's about a year, year and a half, and I liked it very much, but I didn't want to stay there. You would have to be anonymous, that is very painful not to be able to tell people that you're with the rest of your life exactly what you are doing or even generally what you're doing. So, I went to Time Incorporated and immediately struck it off. I won't go through all the details of that, so I started with Time Incorporated. And I now think it was a happy marriage between my personality and world outlook and Time's. And then Time had a habit, a good habit, of fast tracking certain human beings and I was one of them. So, it is nice to be fast tracked. And so in a few short years I was Comptroller, but I had done an enormous work in the overseas part and the overseas broadcasting, HBO, CATV and so forth. I had a lot of exposure to that business. Heiskell ran the business in mixing people and making the move inside the organization.

JG: And that is Andrew Heiskell?

DD: Andrew Heiskell, yes. So, I had done a lot of those things. That was in 1963 to 1972, before I became Comptroller. I became Comptroller by '70 or something. Now here is how I came here. One day, one lunch time, lunch was a holy part or holy ritual at Time, and an important ritual, and I could do a long part of my conversation just about lunch because it was important. And Andrew and I had lunch together. And it was in January or early February of 1973, and we fell into talking about Texas and I volunteered that if there is a waiting line, if someone wants to go, I would be happy to go. I wanted to go south because south was half of the profits. I thought of that, not unusually, as a career path that might lead its way to the higher mountains. And I didn't get all those mountains I wanted to climb, but I had a hell of a lot of fun climbing. I don't think there was a long waiting line, so he said, he agreed to put me on that list, he would send me. I got home

that night and I said to my wife, “we are going to Texas.” Men didn’t ask their wives permission; they simply did it.

JG: Now, did he spell out what you would be doing?

DD: I hadn’t the foggiest idea. Time never spells out things like that. It’s the only organization I know...

JG: But the Temple deal was not done yet? It was in the works?

DD: No, thank you for prompting me. It was just talked about and they started, due diligence started February or March and Andrew, in a stroke of being Andrew, put me in charge of interfacing with the Temples in the war dance called due diligence. So, I had a lot of fun with that. I never met Arthur, but his troops.

JG: Where were you based?

DD: I was in New York all that time.

JG: When you went to Texas? You didn’t physically go to Texas? Explain.

DD: Yes, this is pretty critical. I will just dish it out. Nobody from New York except Charlie Stillman ever went to Evadale, that was Time’s portion of Texas, the biggest...

JG: Now when you say went to.

DD: Physically.

JG: Physically stationed there?

DD: No one went to *visit* there.

JG: Okay.

DD: I was Comptroller of the company I had never seen the paper mill. The reason Jonathan was, my understanding of the reason, well there were two. You publishing cats would get their manufacturing cats all fouled up. You don’t talk the same language; you don’t do the same thing. And the other reason was racial relations. A New Yorker would have had a terribly hard time adjusting to the hard-nosed, terrible racial relationships in Texas at that time. Not in, I don’t know about Diboll, but Evadale, it was bad. It was still separate water fountains, separate bathrooms, which no New Yorker had ever seen. I don’t know what I would have reacted. So, there were those two reasons. Nobody even visited, ever, and nobody from Evadale ever visited New York. But anyway, so I had no knowledge of either the paper mill. I knew what the results were, and I could incorporate them and all that in the financial figures, and one accidental friendship, but that is all. And, Arthur must have known that, but anyway, and I knew even less for building

materials. So, I came here knowing nothing. I thought my job was the general thing that emerged. I thought my job was to teach the Texans some of the good stuff New York did, if that was such a thing. But that wasn't my job at all. My job initially, was to see if I could do my share, it didn't take me long to figure it out, my share of getting Diboll and Evadale on the same wavelength. They genuinely disliked each other. And all you really had to do is let the old management team fade away. Because the paper mill was very, the paper mill was everything building materials wasn't, and the converse was true. So one has a union, one doesn't. One has high marketing demands, the other doesn't. One is hugely capital intensive, the other isn't. To build a plywood mill or something like that in those days was ten or twenty million dollars. That is a sneeze at a paper mill. Anyways, and then the paper mill really resisted the idea of their boss to be. Buckley stayed around a year. Time was strange this way. Arthur reported to Buckley for one year on paper. Anyway, strange, he was the vice-chairman of the board, but the antagonism was...well not that many people crossed over. Well none did. I was probably the only one who went into both camps. Camps, that says something doesn't it? Alright, so that part I've covered. So, that part I've covered. So it wasn't interfacing New York with Texas, it was getting Texas to agree to be polite to each other.

JG: (laughter)

DD: It was very difficult. You had to...one of my assignments was seeing if I could rationalize fringe benefits. They were entirely different, and the answer was I couldn't. You just had to let time pass and nudge new people into the new plans and so forth. I won't go into that particular aspect of my job. I'm here to talk about Arthur.

JG: So when did you first meet Mr. Temple? Was it a memorable moment?

DD: No, I can't remember...oh well. I'm going to talk next about Arthur as a human being, not as a business man, as a human being. I'll come back to him as his business.

JG: Okay.

DD: You know what Jonathan, I can't remember. I flew down here on the company plane and the family, the four of us moved into the Temple apartments, which is now the grade school here in town. It was quite a shock. For a couple of weeks, and I had purchased Clifford's [Grum] house and he had moved north and moved in there after four or five weeks.

JG: Clifford Grum?

DD: Clifford Grum. When was the exact moment I met Temple? I have no idea, it just blurs. My first meal was at the Dairy Queen.

JG: The Dairy Kream?

DD: The Dairy Queen.

JG: Oh the Dairy Queen because they had a Kream, I was just clarifying.

DD: Then when I was there I realized half the town knew I had come to town. Anyway, that is funny. I must have first met him in the office.

JG: Which at the time was over at the old commissary building right?

DD: The old rabbit warren. I want to talk about that.

JG: Sure, sure.

DD: Now, let me reflect on him. That is the principal purpose I have, I believe we are here today. There's as many Arthur Temple's as there are people who interacted with him. My interaction was very, very great. This is the first time I've ever talked about Arthur, (emotional) because people say, "well you didn't really know Arthur." That is strange. I lived on top of him at the condominium. I golfed with him on weekends. I traveled to Acapulco. We went to New York board meetings together, I didn't go to the board meetings, but we went to New York together and I was with him seven days a week and his vacations too. I said, "Gee I think I got to know him." But of all the people (emotional) who could view Arthur, all of them would agree on two things.

PAUSE

JG: Okay we are back. We had to pause for just a second.

DD: All of them would agree that he was a man a little bit larger than life, larger than life. (emotional) All of them would agree that he really liked people. That is very rare in executives anywhere in the world, that he really liked people. And now...anyway...I've got to tell stories about that.

JG: Okay, now we are still more on him as a person.

DD: As a person rather than as a businessman.

JG: Okay.

DD: The like of people, I'll try some stories you haven't heard. First was one, I commuted for about six months and then my wife joined me here and we bought Clifford's [Grum] house. But we had also bought, early-on, a place at Rayburn and little did we know, Arthur bought a place underneath us about the same time, within a few weeks. Anyway I was used to the idea that the ownership class is different than the hired guns, infinitely different in one regard. Most people would assume that the ownership class is enamored with profit, well they are, but there is something that comes ahead of it. They give a damn about people and they want to know who people are. So, when my wife arrived, we went over to Rayburn for a week, maybe a little more, with Arthur and

Lottie. And he is chairman of Temple, and Mike Buckley hadn't gone yet, but he was going to run the paper mill too. And then every day for maybe six or eight days, every day, the four of us played a round of golf around one o'clock, had drinks and then dinner. And all we talked about was this stuff, what is Time Incorporated like? What is the...I remember a long conversation with [unintelligible], what is a forest? What are trees? I didn't know. But the significant point was, during that week, no telephone call was ever made or made to him, there probably weren't cell phones then. No messenger came with a package with anything for him to sign. We were totally, absolutely uninterrupted.

JG: And this is at Rayburn?

DD: Yes, and I was used to that, because that was the same way the Luce's were. Who are you? What do you represent? What do you believe? Because that audience of people that isn't family, because they couldn't possibly have a big enough family to staff an organization in those range of talents, and so they were very careful in selecting their staff. And so essentially, Arthur was trying to figure out, "Heiskell must have told him I was at least a decent enough guy." And Arthur said, "Sure, fine, let's send him." And something like that. He was simply exploring me, but there was a marvelous quid pro quo, because I could tell him a lot about Time.

JG: Now what was your title, did you have a job title when you were sent down here?

DD: Huh. I don't know what the registration statement...isn't that funny? I don't think of titles.

JG: Who did you report to?

DD: I only worked for Arthur and that's all.

JG: What was your pay check, was it Time, I guess?

DD: Oh no, it was Temple Industries.

JG: Okay.

DD: I got a nice raise...all raises are nice (laughter) and it just worked. What was work? That may be why I didn't ever think of a title. What was work? I would get in about 8, Arthur would get in about 8:30 or quarter of 9:00 and we would talk, this is every day, we would talk until about 11:30.

JG: Where would this take place, in his office?

DD: In his office, never in my office, well my closet. And we just talked about stuff, there was no agenda, no...and that is all we did. My memory is only occasionally specificity. And then the three of us, Arthur, Lottie, and myself would go to lunch, and then we would go our separate ways in the afternoon. That was for six years.

JG: The first six years?

DD: Yes, and then after six, six and half years, or seven, right in and around there, then I left to go back to New York. But I'm not going to go into returning to Texas because that is not as germane to Arthur, because early on, before I came back, Clifford [Grum] had taken over and Arthur was on his way to retirement. I mean I could talk a lot about it, but it doesn't add anything, really. He was very patient with me. His first question was, "what do you think about the gypsum mill we are fixing to buy and talking about around Las Vegas?" And I said, "Arthur if a truckload of gypsum fell on me I wouldn't know that from anything." But I said, "I'll give you my opinion in a month, give me a month to mess around." And I did and I went back to him and there were certain flaws in the reasoning of that - without going into those particulars, and he picks up the phone and he calls the fellow at Johns Manville, and I don't know, Jack, and he never spoke he said, "Jack I have this crazy assed accountant here who said the deal is worth about 3 million, not 6 million, as soon as you figure you can talk about 3, give me a call back" and he hung up. Maybe he didn't want the mill anyway, but maybe he wanted someone like me to blame, but I told him things no one had ever told him.

JG: Now what was the name of the company, just for the transcript?

DD: Oh, oh Johns Manville.

JG: Johns Manville.

DD: Yes, that is the one that Walter, the lawyer in Beaumont, put out of business with the asbestos suit.

JG: Okay, okay.

DD: Do you know what his fee was?

JG: What?

DD: His fee, which he collected? 1.3 billion.

JG: Is that Umphrey?

DD: Yes, and then of course Johns Manville had to go bankrupt. But I'm telling that as...

JG: So, he didn't do the deal?

DD: Thirty seconds, he was hung up.

JG: And that was it.

DD: Yes, but then I realized, he is not going to take a long time on decisions. Let me just tell stories about him, that's better for this, putting it into context of business.

JG: Okay.

DD: One day we were flying to New York, and I may have told you this story. One day we were flying to New York, and he asked me how things were. I said, "Everything is fine, except the office is terrible." He said, "What do you mean it's terrible?" And I said, "it is a rabbit warren Temple, it's a disgrace, I don't know how many people you got in there a couple of hundred."

JG: Talking about the office in Diboll.

DD: The old commissary. It was colorful, standing next to the railroad tracks and all that, and there's some wonderful railroad track stories, but and he said, "do something about it." I had only been here six months or so, "do something about it." And, a couple of weeks later, a couple weeks later, four weeks maybe, when I was speaking to him in the morning I said, "Arthur remember that conversation on the plane and I made insults about the office and you said do something? I haven't done anything," 'cause I was really puzzled. What am I suppose to do?" And he said, "You're off the committee." It was perfect Temple, "You're off the committee," and I went back to my office and sulked for a minute and I got together the Henry Holubec's and the Joe Sample's and not Mr. Denman but...

JG: Maxwell?

DD: Maxwell, Burkhalter, and there were about eight of us and I said fellows, I was still fuming. I said fellows, all you have to do is follow me into Arthur's office right now, and you don't have to say a damn thing, because I knew no one was going to tell Arthur that he needed a new building, because I had already done it. And I said, "Arthur I just had a conversation with my associates and we all agree, fellows don't we? We all agree we need a new building." So, shortly after...it's a great story, afterwards I got together with Earnest Grossman, the architect of Temple Associates, I've lost track of him along the way, but nice guy. And on my living room rug with a huge piece of paper bigger than this table, with a pitcher of martinis and some charcoal, we drew the new building. I like architecture as a subject, and that was more or less the building here. Multi-tiered, enormous light flowing in.

JG: The 1979 office building.

DD: Yes, the light flowing in and the atrium in the middle, all of that was in there. And a few weeks go by and there is a management meeting, a Temple management meeting, which was then Arthur, Joe, myself, and all the plant managers, Ward Burke and that was...

JG: And that would be Joe Denman?

DD: Yes, Joe Denman and all the plant managers, Vernon Burkhalter, myself, the only staff men that I remember, and it got to discussing the new building and Earnest comes in and he lays out on the table a complete model, but the model for the new office. The model is...Have I ever told this story?

JG: No, go ahead.

DD: The model is...it makes me laugh...the model is like a strip-row shopping center, not for very good stores at that, or maybe at best some chicken houses to grow chickens and Temple says correctly, "Earnest that is no office, I should fire you right on the spot." I had never seen anything so unimaginative in my life and he properly beat the table, but then he recovered, Arthur did. And, he said, "I tell you what, to be fair, I will give you six weeks to come back with a better plan." I hadn't said a thing. Earnest and I had become chummy over martinis and when we exited the office I said, "Earnest what happened to the drawings on my living room floor on Sunday afternoon?" He said, "They are finished, the plans are finished, the model is already built, but if I had come in with that, the reaction would have been...Arthur would have said, 'What do you think we are doing building the Taj Mahal?' So I knew that, and so I constructed something terrible, so I could have something to come back to" because when we came back he said, "oh that is nice." (laughter) Anyway!

JG: That is pretty good. So, he was easing him into it.

DD: He had in a fashion, outsmarted Arthur, which was very clever, high risk, but he still did it. That office was supposed to go on the hill where the cemetery is, that Temple...

JG: Temple cemetery yes.

DD: But it was foreclosed from that because he realized it would have to be disclosed in the proxy by SCC Rules, and some people had gotten in trouble in Georgia and the president and Carter's guys, and he was damned that he was going to be in the proxy, so the building went down there.

JG: Now explain that a little bit more. I don't quite understand.

DD: The controller of the currency, I can't remember his name but a Georgian guy on Carter's staff, got in trouble with personal assets, because no matter what anybody believed, you move the office and I had to sell the property to the company, no one is going to believe you right. So, Arthur didn't want to have that.

JG: So that was his personal land, so he couldn't...

DD: Yes, because you have to sell it to the company. Anyway and it had to do with that trouble in Washington, but I can't be more specific. I wasn't going to tell this story.

JG: And the company owned the land here.

DD: And the company owned the land here.

JG: So it was just something he didn't want to go through.

DD: And it was another humorous moment. I don't know if you knew Kenneth Nelson.

JG: Yes, well knew of him. I knew Mrs. Nelson.

DD: Maybe just only the second forester and I'm going to clean up my talk here. We had walked the land the three of us, Arthur and Kenneth Nelson.

JG: Down here along the creek?

DD: Yes, down at the creek and Arthur said, "It goes right here."

JG: In the flood plain.

DD: Both of us knew it was a flood plain, we didn't say anything. And Arthur said, "Those trees there, those are beautiful trees, they're virgin forest, and I want to protect them." And Kenneth and I are walking behind him and Kenneth said, "Virgin trees my foot, I planted them."

JG: He planted those trees. (laughter)

DD: Anyway, it was going to be where Arthur wanted it. It only caused a problem really once, when the basement got flooded.

JG: I think it has happened several times, even recently.

DD: Okay, enough of all that. Okay, let me just...

JG: So you were telling more... but that was a question I was going to have. You were dividing up Mr. Temple between the personal side and the business side. Was there a division? Could you really divide the two?

DD: No, but I can't sum up and I'm not even going to attempt, who is Arthur Temple?

JG: Right. I think you were suggesting he was as many different people as the relationships that he had, in some ways.

DD: Oh I know a lot people who thought he was a bear. He never said an unkind word to me in my life. And so, he was like an alternative father, he was just a nice guy, seriously. When I proposed something that wasn't to his liking he would say something violent like, "oh there you go again trying to repeal the law of gravity." Or, "son, you want water to run up hill?" in those very earthy expressions. I think a lot of it was the interaction with business or personal things, stories that I would tell are... Confucius said leadership is only one thing: set a good example. You don't have to anything else. Well he is wrong you can do something else, but that is the principal thing. And so, the story of the beer can in Boggy Slough. That was very moving.

JG: Tell that, tell that.

DD: Early on when I was first here, I mean only a few weeks, he wanted to show me Boggy Slough and so we took his jeep and we ran around the paths of Boggy Slough. I later became a member and had a wonderful time there. But there was a twinkle, maybe a hundred feet off the road and he said, "You see that?" I think I might have seen a glint, but I couldn't imagine I thought maybe bear foot was coming after us (laughter) and he stopped, stopped the jeep and stomped out and then he retrieved a beer can, which had just reflected, was reflective of the sun. He held that beer can in his hand and he said, "if I only knew who did that I would throttle them bare handed, there is no excuse for that" and so forth. But later just amplifying that at a Diboll Bank meeting, I was a director of the Diboll Bank, and the crew of that time, I won't tell that story, but we came out of the bank meeting which was next to the eatery here. I can't think of the name of it.

JG: The Pine Bough?

DD: The Pine Bough, yes.

JG: The restaurant.

DD: That wasn't a restaurant.

JG: The café.

DD: The café, and anyway, and we came out, oh I don't know 11 o'clock in the morning, and he saw some butts on the driveway or the sidewalk.

JG: Cigarette butts?

DD: Cigarette butts yes, and he picked them up. And I of course I couldn't believe he was dressed in...well I don't remember what he was dressed in that day, and he picked up the butts. Then I realized why Diboll is one of the cleanest cities in America. The Chairman of the Board made an example of himself whenever he had a chance to. It is a strange story, I mean strange for me, because I hadn't seen anything like that. I couldn't imagine Jim Shepley picking up a butt. (laughter) Now I have told you the Thompson visit, the visit to the paper mill, which is one of my favorites. I have haven't I?

JG: Well not on the recording.

DD: Okay. I was sitting in his office one day and he was flipping through the local paper, a local paper, I don't know which one, and he said, "BETTY" that was his exact tone of voice and that meant crank up the company plane. His tone of voice!

JG: And what did he holler?

DD: "BETTY!" Betty Burkhalter, Vernon's wife.

JG: Betty, okay.

DD: I didn't have the foggiest idea what he was thinking. He said, "Come on with me." And he didn't explain anything, nothing, zero, and only twenty minutes...

JG: He didn't even give you a bathroom break or anything.

DD: No he didn't, well that is right, and so I jumped in the MU2 the rice paddy rocket. I don't know if you ever seen it, because the distance between the fuselage and the ground was about that much...

JG: About six inches, he was motioning with his hands.

DD: So he didn't land it was a controlled crash. (laughter) And, anyway then he gets out and we walk down the...there wasn't a number five machine, he walks down the number four machine "looking for a fellow named Thompson." Betty of course is way ahead of us all, she has called the management, he didn't, and I didn't, and told them, "hey he is coming." His big Stetson hat and white socks and he walks down the production line and he says, "I'm looking for Thompson, a black foreman from Beaumont." And he finds him, and he said, "Thompson" I was just standing by and he said, "just come with me," and then he said something like, "Thompson I have come here to tell you, I'm Arthur Temple, I'm chairman of the board, I'm here to tell you that I'm almost as proud of your son as you are." His son had got a big football scholarship at either UT or A&M, I can't remember. But, the difference was he meant it. And they talked for about three or four minutes, and then we walked back to the airport, never went in the office, and we left. And, I made a mistake then, 'cause I knew better, but I had forgotten I knew better, and I said, "Arthur that's it?" And, he said, "what do you mean that is it." I said "no trip to Bermuda, no \$1,000 bonus or anything for the guy." He said, "Dolben you don't know me straight yet. People want attention more than they want money." I knew that, but he made it more visible, it stuck in my craw.

Okay, I won't go into...it was very obvious, very obvious, that he loved his wife in a hopelessly wonderful way. (emotional) A little story you've never heard. There was a maintenance fellow in the yards, and I don't know which of the plants it was. But it is a perfect Arthur Temple story. And the boss comes out and I don't know which of the plant

managers it is, because I heard the story second hand, and I have forgotten little details, but the big one is perfect. And he says to the retainer and the old man in his sixties who is mowing the grass and trimming whatever the shrubs are, he said, "You know I'm sorry Harry I've got to let you go." He said, "You're going to let me go?" And his answer was, the worker he said, "Well Mr. Temple is going to be very unhappy." (laughter)

JG: The worker said that to Arthur.

DD: No, no, says it to the plant manager.

JG: Oh the plant manager told him he was going to let him go, okay.

DD: And then he said, "Well Arthur Temple was going to be very unhappy," meaning when he hears it, and the plant manager said, "Keep working." (laughter) But that is who he was. In all of these stories, there is another common denominator, so I don't get too far off, the common denominator was that he had no, and believe me, no attention to ranking. He needed, I suppose a psychological need, but he wanted or he enjoyed, that is a better word, he enjoyed people around him. But you didn't have to be somebody else's chairman of the board, you could be a local school teacher in Diboll, or you could be anybody. The two stories related to that was, when I was here about a month or so and we had that big F28 [plane], which you have probably heard so much about and I was going to New York with Arthur for a board meeting.

JG: And it is a plane.

DD: The plane the big Fokker.

JG: German plane.

DD: Yes, I won't say it...well Mike Buckley bought it for a song, I think I did that. And, so I'm going with Arthur and so that was it, because Joe didn't do that. And so I got to the hangar and the plane...

JG: You're about to slosh your coffee out there.

DD: Thank you. The plane is on the runway or the parking way and I jump on, and I expected Arthur and I were going to New York. And the plane was full. And I am at a complete loss, I don't understand a thing and nothing is said, and everybody "hi" and "thank you" and so forth. Because there was a sign in front of Arthur Temple's office in the old building...well I can't remember the new building or not, but I wasn't much in it until later, and it said Temple International Airlines and any trip he was taking, business trip, well personal too, it was posted so here x hour, x day, the F28 is going to New York. Anybody in town, let alone anybody in the company, could sign up and if there was space then he would let you know, and if you were bumped they would let you know, but it was open to everybody. And I'm sitting there saying that gal works in accounts payable. I know her, I've only been here a month or two and so and so... and then I realized that so

and so I saw at Brookshire Brothers and they are going to New York because it is free. And they get off the plane and you are on your own and then at five o'clock Friday afternoon, if you are not there we will leave without, you but you can get there. Some were going to visit relatives and friends in the service. It was very moving. Temple couldn't care less, he couldn't care less. It wasn't doing it to show off or anything and then the other... I can tell a lot of these stories.

At Rayburn, particularly after he built the home across the fairway at the number two green, the so called Arthur's house, I must have gone there for dinner Saturday night five hundred times, maybe four hundred, but anyway, and he would always have a table full of people, but they are from all walks of life. A lot of his personal friends, but almost never business, I was business just because I happened to live there. And occasionally I had friends of mine there with him, and I remember a young forester, who should have trembled at the sight of Arthur, and he sat down next to Arthur and they talked about forestry for half an hour. He didn't mind the walk of life, school teachers, and so forth and so on. I had never seen anybody like that.

JG: Was he ever alone? Did he ever prefer to be alone? Were there times when he wanted to be alone or limit his exposure or accessibility from people?

DD: Well there might have been times later in the evening or maybe early in the morning, but of course I wasn't there, so I didn't see them. He was not, Arthur was not a book reader; he didn't enjoy that sort of thing. Okay, that is that.

JG: Okay.

DD: I've got lots and I could go on, making myself... You know what the French say?

JG: What is that?

DD: Sentimentality is the sign of old age. Now a piece of business, well the piece of business that mixes personal with him. There were a number of examples and I'm only going to do one of them. He was a very rare individual. I know of no others, but there must be others, but when you are one on one, when nobody else is there, he could apologize for something he had done wrong. That is the weaknesses of chairman's and presidents, is they think they are omniscient. "I'll tell you how to fix Bosnia that just takes a short memo." And we can fix that or cancer, what do you mean? We'll fix that." That is how they think; they can fix anything. Not all of them but... So, the story is, way before I got here, Temples almost went bankrupt. Did you know that?

JG: No. No, go ahead.

DD: I am not suppose to [unintelligible] you.

JG: Which time, no. (laughter)

DD: I don't know, but in the older days, when he took it over and there were lots of Big Tin Barns, or retail lumber outlets, they were doing a new system of receivables, with...I'm just telling you stories I heard from him. They were doing receivables from a receivables system from Arthur Andersen, and they lost control of it, and Arthur Andersen lost control of it. They are not infallible, and far from it. I think the net worth of the company got down to maybe six, ten million dollars; I mean nothing, just a sneeze. And they lost control of it. Anyway, in the very first year Time owned it, was disastrous. I am going to go into that for a minute because it was then a key part of my existence, or my end. When there was a very bad credit problem, I got to go solve it. And it started one afternoon about 4 o'clock and came to light. Perry Johnson was a nice guy, but he couldn't put on brass knuckles. And Arthur exploded, emotionally, about the lack of control of these two customers. It was really quite silly. It was several million dollars with the two customers combined, one in the Valley and one in Longview. And he suggested a whole lot of things and the next morning I came in and he walked into my office, which he almost never did. I can't remember him coming in my office, maybe this is the only time. And he closed the door and he said, "you didn't do any of this stuff I talked about last night did you?" Last night meaning late afternoon. I said, "No I thought it needed some more seasoning." And he said, "Seasoning." He said, "I should have been committed to Rusk." (laughter) That is really quite something for a chairman of the board. Anyway, then I went off to the two different places and wrestled out terms, not wrestled out, we agreed upon terms for a note, so we didn't lose anything, it was just paid slower.

JG: Now one of the times you were talking about almost bankruptcy, you know, the first thing I thought of was back in the Great Depression when the company...

DD: No, this had to have been, I think after the Korean War.

JG: Ok. Well what I was going to ask you is, I know there was some financial difficulty that involved Latané, Latané Temple with the retail yards and being... overextending.

DD: That was it. I didn't want to mention his name.

JG: Okay, well it's, I don't know if he mentioned Latané's name in the annual reports, but his feelings and views of the idea and the actions were very clear in some of those company annual reports. And it was all about controlling lose and cut your losses as quickly and as painlessly as possible.

DD: I know I will bring you a piece of paper, if you want. At some point, I don't exactly know when it was, Chotsy gave me a piece of paper that Arthur was doodling on as a young man of what his goals were in business and there were just three goals. I just put it away and I have a file called nuggets, things I never want to lose, it sort of about that big. I will get that for you.

JG: Do you remember what the three things were?

DD: Well one was a return on investment and I can't remember the other two. It was just simply three or four sentences typed on a piece of plain white paper. Since I was told he had done it, it amused me, because he wasn't one given to think of or announce general business principals. He didn't think that way. He was extraordinarily intuitive about business, wow! Now, so I don't get myself exhausted here. This is why I didn't come before. There was a break of sorts, between Texas and New York, or at least a crack or rupture, who knows. Evadale got way, way behind in maintaining the plant. Have you ever heard any of this?

JG: Just partially, so go ahead and tell it, you are not just telling me, you are telling whoever will listen to this in the future, so set the stage.

DD: Oh ok, (laughter) going back to "How are you, Jonathan..." (laughter) Anyway, there was a meeting, a board meeting, I was not there, but I sure came in a hurry later, the next month. I will tell the full story. Time had negotiated a deal with the Book of the Month Club to buy them, and whether Arthur knew about it or not, if I had known what was coming up, I would have warned him, but he...anyway he knew something I didn't know, he knew a hell of a lot I didn't know, but he had an S1 meeting of the board. The S1 is the registration statement you file with the SEC...

JG: Security Exchange Commission.

DD: ...for the shares you are going to issue on an acquisition. That is the official filing. That makes their shares official. And so, there is a standard question, as standard as apple pie, and the chairman says, "does anybody here at the board know anything now, that if people found out later you knew it now, and it wasn't disclosed, we'd look silly." Much nicer worded than that, lawyers words, I'm giving you the street version. And Arthur said, "well yes we have a report that we are behind in maintenance at the paper mill," 120 million dollars and at that point, Hadley Donovan, who was also a friend – we used to dine with he and his wife and all that sort of stuff. And Hadley had some very sharp words for Temple that you would have to excise...very sharp words for Temple and when he returned, when Temple returned, he was exercised because he had just been called to account in public by the editor and chief of Time. The thing was, "oh it's what I thought all along, that you didn't know much about the paper business." Wow, well, probably Hadley was being a little unfair, because Arthur hadn't told anybody, and he should have, but I don't know when the different things happened. I can't find Arthur fully at fault, because they had done the right thing, they had asked someone, well actually it was Henry Goodrich's son, to do a study of the paper mill. At that time in history, the paper mill had got a continuous bleaching and washing system, and it was an industry first thing and they broke a rule that says don't be a pioneer in the industry, all you get is an arrow in your back and that happened. And doing something on a continuous basis, rather than a batch basis, which now is normal. But, the paper mill had to push all the maintenance people, most of them, into helping that situation, and other things got deferred. And in a paper mill deferring maintenance is the 11th commandment. Don't do that! God will get you. Then Arthur said, "you have one month to write a memo," me who knows so much about paper. I think I had been here a year or two, yes

because Felix Hammock had replaced Arthur, I mean replaced Buckley, and probably I was here two years. I had three weeks to write the memo, because Time then had monthly board meetings. They have subsequently eased off a bit. But then I can tell you the end and I gave my presentation and Hadley said, "David, do we have any options?" And I said, "well Hadley you do" I said, "you can either close or sell the mill," which I knew was being a smartass, but it got the point across. But then I thought, "O God, there is going to be unhappiness between here and New York." That is probably putting too much weight on this incident, because the other thing happened. This is the key point about the business. 1974 was a wreck. I went into Arthur in June, because they didn't have anything called a profit re-estimate. We had a lot more fancy tools at Time, we are not going into that. So it was time for the June profit re-estimate, and I said to Temple, "I want to do it all myself. I don't want the salesmen to do. I don't want the manufacturing. I want to learn the business for Temple." And the budget said we were going to make 22 million, which was more or less the same as 1973, and I came to him in his office in June I said, "Arthur my estimate is we will be lucky to make 11 million dollars." And this is where he was so intuitive and so was Buckley, I mean intuitive about their business and he said, "No we are going to lose money." I said, "We are going to lose money?" He said, "Yes this is going to be a really bad year, it's just starting." He was used to the waves in a cyclical business, I wasn't, not that I would have seen it. I said, "well what are we, you are vice chairman of the board, what are you going to tell Time? I say it's 11 million and you say it's less than zero." He said, "Let's just take it down slowly" and I agreed. You don't want to tell them today, that in six months, their first year into Temple it is going to lose money. Now key point of all my sitting here, it was a terrible deal financially, particularly in the opening years, wow!

JG: For both sides?

DD: No, no, no. The paper mill was doing terribly well in those particular years. Temple dropped off a cliff and they couldn't even pay their share of the 3 million one hundred thousand shares issued. Time at that...that pushed Time not quite to 10 million shares outstanding. But if you were at Time and being here, I was at Time normally twice a month. There was some reason or other I had to be at Time. Sometimes three times a month. So, I maintained all my friendships there, if they were friendships and I think they were, and I was the odd ball who went south. But, they had a feeling that runs like this summarizing it too fine, "if you think I'm going to work my tail off and send money to Texas, so they can build another lumber yard or build another something in the paper mill, you are nuts." It wasn't quite that way, but there was a feeling of unease because Time, as a magazine company, there is no capital investment. *People* magazine made 80 million dollars its second year, with no investment, none, because all you need to do, you had the mailing list and you need some smart people to put some things on a piece of paper and if it works you are in business. The money would help, go south to this new entity Temple Eastex, which of course didn't happen, but they thought it was going to happen. It made Time Incorporated, also the person of Shepley, intensely, woke up a sleeping giant. Like a Hirohito bombing Pearl Harbor, you shouldn't have done that. You wake up a sleeping giant, and so in those years after Temple, and I'm meeting the man, after Temple, Time became extremely creative. Created HBO, I was on that original

board, but it really caught fire because the satellite went up. But it knew what it meant by the satellite going up. And Book of the Month Club and Little Brown, I guess that was a little earlier, Little Brown, some graphic art stuff and then heavying up in cable and all the stuff that came to it. So Arthur, as a competitive business man, gave spirit to...that is my own deep belief, I only have anecdotal proof of it. And then Arthur, I watched him very quickly over the first three or four years. He pooh-poohed what Time had done, Time's philosophy, if that's too big a word, business habits, so separation of church and state, my foot. And that is just a lot of hooley! Later on he bragged about it, or here locally he used to do presentations to the [unintelligible], "our forest is a little Japanese tea garden and we are very careful with it." Well then he had to say, when it became Temple Eastex, he had to say, "well we do clear cut 44,000 acres a year," but he had accommodated himself to joining a business that was in violent con...the paper guys, in particular the bleach paper guys and the forest products guys, see a different world. So there.

JG: So talk a little bit more about that. How much of a desire was it of Mr. Temple to have a paper mill? Was that really where the main driving force... was to have a paper mill and he wasn't going to be able to build one himself, so sell his company to somebody who had one?

DD: He never said it just that way...because he could sell it someone who has one and then control it. But he never said that, but that is what was inferred in various conversations. My own, jeez it's been a long time now, what's that 40 years ago, yes he wanted a paper mill. So did Inland want another one. When Charlie Stillman built Evadale, this is what kept them out of this area, he made an agreement with Kirby, maybe it is in your files, I don't know. It is in my head. He agreed with Kirby Lumber that he would buy their pulp and their residue at 25% over the market. And if that material, whatever the market was, and then if that material was ever more valuable as a result of being priced by its BTU content from natural gas, he would pay them that. By doing that, he locked them out of the paper business, because it was...you are going to get 25% more from my pulp, my small trees, and so Kirby couldn't build a paper mill and then. But here is the problem of building a paper mill, because he wasn't quite big enough, Temple wasn't badly in debt. Yes I think he wanted a paper mill because that is the next step in forest products and it really makes you much bigger.

JG: And there is more profit margin there, correct?

DD: Yes, because building materials is cyclical, so is paper, but not as violently. Only one big burp in 1995, but in risking a paper mill, he had essentially risked the total fortunes of the Temple Company.

JG: Because he sold his company, in essence.

DD: Yes, he never dreamed he would get it back. You remember his comment about that. "He felt like a whore. I could sell it and get it back."

JG: But he didn't necessarily know that, or even envision that going in?

DD: No, he didn't know that it was...once the terms of how we bought Inland, because we bought Inland and ATC the same day, a double proxy statement, in face a triple you could have your choices, and the stock holders agree to buy them both. But the terms of, both of the terms, they were in cash and convertible preference and toned down to a margin. But the terms of the convertible prefers, because they are a tax deferred instrument, cash isn't, when you sell your shares you are exchanging your shares, means that you can't sell the company within five years or the tax will be applied retroactively. I sensed even more so when I was in Chicago, I sensed Temple Inland, Inland, is not here for the long haul. The other reason was, geez I'm really emptying all my... the other reason is that while we were blowing and going here and Inland was doing a good job too. It was all together successful stuff. Had some tough years, which I made maybe too much of, but they were tough years, we were blowing and going here, but New York was blowing and going in spades because the ATC model.

JG: Explain ATC.

DD: Oh American Television and Communication in Denver. All that happened was, all that happened, the big thing that happened was, cable was a rural phenomenon. It existed, Time owned the station in Jasper. Think of a kid coming from New York to run a Jasper TV station. But then, I don't know what year, but late seventies or something like that, and I'm being imprecise, cable came to the city, all cities in America. So Time took a big swipe. It owned half the New York City franchise, Warner Cable owned the rest, and that led to HBO. And so, then in the person of Nick Nicholas, I just blame him because I don't like him. I hired him and he helped throw me out to the wolves. They didn't bite! And, from his point of view those other successes, *Money* magazine, *People* magazine, HBO, its big stuff. I mean HBO was earning I don't know, 7.5 or 10 million dollars or something within a year, because there is no capital investment. Same as *Money* magazine, I mean *People* magazine. They were so highly profitable. Then cable came to the city, where initially we lost a lot of money, not a lot, but when you lose any money it feels like a lot. So New York was blowing and going, and then the standard party line, espoused by the company, was the ownership of a large Forest Products Company is denying you leverage and it is confusing to the shareholders because there is no similarities between the two companies. None. One is heavy manufacturing all the rest of it and the other is heavy marketing and new product development and all the rest of it. So, Temple Inland was spun off to the shareholders of Time.

JG: Now we have kind of really jumped ahead.

DD: I didn't want to go into that part.

JG: Okay, okay.

DD: Because, before that happened, Time's first big, big deal was getting Warner and it was a bizarre deal, incredible.

JG: Well I guess, I'm sorry to interrupt you.

DD: That is when Arthur left the Time board when Warner came on.

JG: Explain and you may have alluded to your connection with that earlier, so I will just ask you a straight question. Did you go to any of Time's board meetings? Were you ever in the board meetings?

DD: Yes, maybe a dozen times, that is all.

JG: My question is about Mr. Temple. How did he...what was his role at the Time board meetings?

DD: I can't say. My experience with the Time board meetings were when I was younger, mostly as comptroller.

JG: Okay before your relationship with Mr. Temple.

DD: I think I went to one with Arthur.

JG: And again I guess some of my questions are going back to the time before you came, and you know the process of going public. I think from records that we have, he was going public so he could sell his company. I mean that wasn't his goal. His goal wasn't to sell his company. His goal was to make more money and to do that by owning a paper mill. So, I guess the difference between what he was doing back then and what companies do now, is getting in more to the management class verses the ownership class. He wasn't selling his company so he could pocket the money and walk away. He was selling his company as well as himself and his people to have a role in what this new combined business would be. Is that a fair assessment?

DD: Well, it needs a little polish. (laughter)

JG: Well go ahead! Help explain what really was going on, what were some of the strategies? What were people thinking at that time? Instead of me trying to confuse that.

DD: I don't know if Wally Steller [Stern] and Dingman are still around. I don't even know if they are alive any more. They were wondering around this area as investment bankers. I have forgotten the names, Wally later was at...

JG: You are talking about Walter Stern and Mike Dingman?

DD: Yes.

JG: You are looking at me funny.

DD: Dingman was the craziest son-of-a-bitch...he was nuts, colorful but nuts!

JG: Did Mr. Temple ever talk to you about that? Did he ever say... kind of give you some of that more recent history of how he got to where he was?

DD: No, no. I don't...we might have talked about it at those times, but no my memory was that Wally Stern and Mike were in this area and they stumbled upon Arthur and this company. They talked to him about the advantages of going public and that appealed to him. I mean there are enormous advantages to going public and one huge disadvantage. The advantages that some people who are Temple will be very much wealthier and then liquid and get dividends and all that, when you are big. And you can grow easier because you can get bank credit. And we borrowed some money. So that is the advantage of going public. You can buy other companies more easily with your stock and so forth. So it's a temptation that most companies can't resist. Only a few companies in all of America do it by Class A and B shares, and even those have been defeated. So I suppose we never talked much about it because it was so obvious, the advantages of doing it. What was not conveyed in Diboll, when the axe fell on it by...What was the name of that company? IP [International Paper] and the mad man of Wall Street, see I block out things that are dislikable. But anyway, that was after me.

JG: Ichan?

DD: Ichan, yes. I just dislike it and never think about it. But it is capitalism at work. But the answer is, I think you know this, that after you list your company, after you list your company, within 25 or 30 years no matter what, you lose control of it. And Arthur and the family, by that time, they were big share holders, but they were rapidly diminishing - death, divorce, illness and all those things. So, by the time they...but this happens to every company...by the time they were being picked on, the family didn't have that many shares. You notice it was never announced. Let me try it another way, Time would never have bought them, because I said I said, "Andrew I'm going there." I hate to make it sound so personal, but it was.

JG: To Andrew Heiskell.

DD: Yes, I really liked the guy, he was tough, way tougher than Shepley, but oh so clever. I said, "I don't understand if I go there, what happens when Temples and you guys disagree? Aren't you worried about that? Because issuing, we had 6 million shares the old way, have 6 million shares and issuing 3 for Temple." They said, "No, no, I don't worry about the Temple's at all," his view of the Temple's or his judgment. "I don't worry about that at all, because if something comes up that is a major division between us, the Temple Family, just like every other family, won't hold together. Some will side with Temple and some will side with Time. They won't hold a unified view of the world; they can't. No one does that." But it was important to leave the Temple name on the board, although they didn't control the company because it was rapidly moving to share holders, hired guns.

JG: The management class.

DD: The management class. I have to tell you one very funny story on that. When I was back in New York, a girl called me up, a woman, and said my Uncle Arthur said you would help me out. I need to sell some shares, but I don't want to pay commission. I said I can do that it is easy. In other words, Arthur hadn't even told her that it is alright you don't have to pay commission, but it comes out of the price, you're not going to sell them free. I didn't tell her either. I said of course I can sell them. I'll call up Salomon Brothers and sell them. It was 16, 20 thousand shares, a pretty good holding, and I said, "Tell me I've been around the Temple's for quite awhile now and I've never had a discussion about Temple selling shares." And she said, "Boy, you dumb son-of-a-bitch you've never heard of bare-foot Temples." That is the whole point, the shares go down the line and circumstances change. Hers was a divorce.

JG: So what Heiskell said was coming true.

DD: Was exactly so. Well, it is true of every company in America, it isn't just true with Temple. I was very irritated at the Lufkin paper, because it says, "well it smells like the local big boys wanted to sell their companies and get out," right? Far from it, they wanted to survive with their name on the door or a piece of what they were doing. How many shares are listed on the New York Stock Exchange today, roughly? You probably don't think this way, you can't, 4500, about. I may be off a few hundred. How many companies were listed on the New York Stock Exchange in the mid-90's, which isn't very long ago? 9500. The big keep swallowing. That is capitalism. It is the unpleasant part of capitalism. What is it [Joseph] Schumpeter said at Harvard, the great economist, "Capitalism essentially is destructive." So it's destroying Time Incorporated. The kids in school say what do you mean, I read the news right here on my wrist watch. They do! So, who reads magazines anymore? I don't know. I used to get about 30 of them, now I get about 6 or 8, but I'm not a good example since I still try to read. But the world as a whole, America as a whole, has stopped reading, there's a band of people that haven't. Get out a book called the Median is the Message, Marshall McClure, 1950's. [Ed. Note: "The Medium is the Message" was a phrase coined by Marshall McLuhan in his 1964 book *Understanding Media: The Extensions of Man*]

JG: The Median?

DD: The Median is the Message. How many times do you see people at dinner and they are looking at their little thing and even as they eat...the little thing didn't exist ten years ago.

JG: He is describing cell phones and ipads, electronics, personal electronic devices.

DD: Etcetera. Anyway I've wondered off course. I wanted to end though with one little note. When Arthur died, (emotional) there was a wonderful reception at the civic center here, the Arthur and Lottie Civic Center and it was wonderful. I really enjoyed it. I really did, because people came from all corners of the compass, because they can get on their

own plane and land local. I saw a dozen people who I never thought I would see in my lifetime and they were here to pay their respects and that is the background. I was standing, well there it is... I was standing at one corner next to the casket and I went with my (emotional) Temple T-Wheel tie with the gold T-wheels and Chotsy was standing next to me and she started to cry. I said, "What's wrong?" She said, "He is wearing the same tie in there." So, Arthur was buried with the T-Wheel tie.

JG: Was it the brown one with the gold?

DD: The blue one with the gold, well I'm not sure. It was such an emotional minute or two, anyway. That is what I came to say.

JG: Y'all were wearing the same t-wheel tie.

DD: I dragged it out of my closet. I hadn't worn it in twenty years.

JG: Well talk...you said something about closing so I certainly...

DD: Well I meant that to be the closing.

JG: I don't want to go beyond your time.

DD: No, only because I wanted to end it. Because I thought about what I was going to do today.

JG: I have more questions, but we can save it for another time.

DD: Well do a few.

JG: Okay. We've gone about an hour and half.

DD: Well go until eleven. Quirks...

JG: Quirks, okay.

DD: I wanted to list some unbelievable quirks. His strange habit, that he did often, on cloudy days we would go out to the airport, he was suppose to go to a meeting in New York or both of us, and he would say to Bill, "no, no, no it's too cloudy."

JG: To Bill Lindsey, the pilot?

DD: To Bill Lindsey. And he wouldn't go.

JG: He wouldn't fly if it was cloudy.

DD: Anyway it was just strange.

JG: Were there other reasons or that was just?

DD: I don't know what the reason was, it was just a quirk.

JG: Okay.

DD: He loved to play golf and he occasionally could play very well. He never had a handicap. I never could figure that out. Because it's is so much reverse of an easterner. He never played cards or gin rummy or anything of that with the boys or on the company plane. He didn't do it. It was so strange, because it is such a pleasant past time.

JG: What did he do typically on a plane?

DD: He would leaf through a magazines and chat with people and so forth. I never saw him with a book in his hand. It doesn't mean he...some hours away from me. Anyway.

JG: Did he listen to music? What kind of music did he like?

DD: I don't remember him listening to any music. That is probably because I never did either, I don't know. I hated it. And I have told the toilet seat factory story.

JG: No you haven't.

DD: I'm sure I have.

JG: Not on the recording.

DD: Oh that is right, I mix this up. One day he said, "Do you know what Sanders is doing over at the toilet seat factory in Pineland?" He really had to close the thing down because the vice-chairman of the board of Time owning a toilet seat factory didn't fit. (laughter)

JG: Was this the molded seats?

DD: Yes, making them out of particleboard or something.

JG: Yes.

DD: It wasn't a very big deal. And I said, "Well of course I know he over states his inventory about \$200,000." And, he said, "You know that?" I said, "Everybody in the company knows that." He cheats a little on his inventory. And he pulls open his desk drawer and he pulls out a revolver, I don't know what caliber. And he waves it and he says, "Betty" and that means get a plane ready. "David we are going over and shoot the bastard."

JG: Now who is this?

DD: Sanders running the plant. He was just so mad because I knew. Anyway, he was just... part of business is showmanship too. He said, "I'm going over and shoot the bastard"...well he didn't swear..."I'm going over and shoot the fellow." He didn't swear. I said, "Arthur I'm going back to New York." And he said, that was his famous words, "what the poopy is that" as a substitute for swearing. I said, "Well I came here," and this is about ten months into my existence in Texas and I said, "I came here and one of the principal purposes I came here is that I heard you were a really good guy. Everybody told me you were a really good guy, so I came here and you vote my salary, you vote my bonus, you vote my stock options, you will vote my entire livelihood. And they told me you were a good guy and now I'm sitting here," We were chatting at his desk at our morning chats, I said, "I'm sitting here and you are growing horns. I can see them, you are growing horns right under your hat" figuratively. And he said, "Huh?" I said, "Temple put your halo back on, shed the horns, give me the gun and I will go shoot him." You're object of course is to always make the top guy look better, as good as you can make him. That is your job. I mean, not to stretch things, but to make a point.

JG: Is that what you called him, Temple, at times?

DD: No I always called him Arthur.

JG: Always called him Arthur.

DD: I never called him Mr. Temple, no. I think he called me David... that doesn't have a memory. There is a funny story of his relationship with Shepley. I go back to last names because that was so inbred in me at Time Incorporated. They only called each other by last names, the top people did anyway. And one afternoon I'm talking to Arthur and I'm explaining to him that I really don't believe that the idea that was before the Time board, to make it a final pay pension plan, had a bit of risk in it. A good bit of risk. And I would really vote against it. And I left him that dialogue, in fact it was at the end of the day and it ended for some reason. And the phone rings at 8 o'clock in the morning and it is Shepley. He said...I forgot that Arthur and Jim talked at the end of every day or almost every day. They were very close friends. And Shepley was a colorful guy. He is the one who made me comptroller. And he said, "I hear you were talking to Arthur and you were talking about pension plans?" I said, "well I had a different point of view and he is a director and I thought I would say a few words." He said, "Well why don't you say them to me." I said, "Well I will the next time I'm in New York." And here is a funny, he said, "no, no, now." So I got a car and there wasn't a company plane or I didn't want to take one. I was relatively new and I drove to Houston, jumped on a plane and got to New York about two o'clock and in his office. I had a bag filled with actuarial stuff. I knew this stuff, part of my job. And I won't differentiate a final pay with a career average pension plan, which we were, but I was of course a great beneficiary of the final pay plan and I had a big suitcase. I walk in there, I get to the threshold of Shepley's big office that used to be Stillman's.

JG: He is standing up here.

DD: And I stand there and I don't cross the threshold. I have my jacket on, and a hat, and a briefcase full of stuff and I don't want to go into his office until he is a little kinder. And he said, "What do you wish to say?" And I said, "Well I feel badly that I'm not a big enough shareholder because if I owned enough stock, I would shoot you behind the head behind the barn." And he said, "Do you feel better now?" And I said, "Well not particularly." He said, "Well go back to work." Because I knew standing there, if I talked forever I wasn't going to change a thing. But anyway.

JG: So you went all the way to New York to have that short meeting.

DD: No he was punishing me for working against him and sort of poisoning the well for Arthur. But Arthur didn't understand the subtlety of the two concepts. They are very big!

I remember when I was comptroller I did the...I had all kinds of jobs and one of them I spent two sessions, two contract renewals, and then the management wanted to have bonuses, no, your bonus counted for your pension. That was way back when. And I said, "I'm against it." I wanted it to go on record that I am against it. They said, "Why are you against it?" I said, "Do you realize what the overtime bill is for the editorial staff?" All the pension we pay are a pittance, 'cause tomorrow morning if we vote this stuff in, you guys vote it in, the labor unions are going to say, we want our overtime to counted as pensions. Of course they didn't get it, but I wasn't afraid to say the obvious. They hadn't considered that. We should call it quits.

JG: Okay, well thank you very much and we will turn off the recorder.

END OF INTERVIEW