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THE WHITE HOUSE
CORRESPONDENCE TRACKING WORKSHEET

ID# 260887

FE008-01

INCOMING

DATE RECEIVED: NOVEMBER 20, 1984

NAME OF CORRESPONDENT: MR. FRED HUMMEL

SUBJECT SUGGESTS DANIEL, MANN, JOHNSON, & MENDENHALL
FOR THE FIRM OF ARCHITECTS TO DESIGN THE
PRESIDENT'S LIBRARY

ROUTE TO: OFFICE/AGENCY (STAFF NAME)	ACTION		DISPOSITION	
	ACT CODE	DATE YY/MM/DD	TYPE RESP	C COMPLETED D YY/MM/DD
KATHERINE C. SHEPHERD	ORG	84/11/20	AH	A85/01/29 AB
REFERRAL NOTE: <i>✓ CN Hammerstrom</i>			A	85/02/01 NAN C 85/02/04 AB
REFERRAL NOTE:				
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COMMENTS:FRED AND SUE, P3

ADDITIONAL CORRESPONDENTS: MEDIA:L INDIVIDUAL CODES: _____

MI MAIL USER CODES: (A) _____ (B) _____ (C) _____

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*ACTION CODES:          *DISPOSITION CODES:      *OUTGOING                *
*                      *          *CORRESPONDENCE:         *
*A-APPROPRIATE ACTION  *A-ANSWERED              *TYPE RESP=INITIALS     *
*C-COMMENT/RECOM       *B-NON-SPEC-REFERRAL    *          OF SIGNER    *
*D-DRAFT RESPONSE      *C-COMPLETED           *          CODE = A      *
*F-FURNISH FACT SHEET  *S-SUSPENDED           *COMPLETED = DATE OF   *
*I-INFO COPY/NO ACT NEC*          *          *          OUTGOING    *
*R-DIRECT REPLY W/COPY *          *          *          *
*S-FOR-SIGNATURE       *          *          *          *
*X-INTERIM REPLY       *          *          *          *
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REFER QUESTIONS AND ROUTING UPDATES TO CENTRAL REFERENCE
(ROOM 75, OEOB) EXT. 2590
KEEP THIS WORKSHEET ATTACHED TO THE ORIGINAL INCOMING
LETTER AT ALL TIMES AND SEND COMPLETED RECORD TO RECORDS
MANAGEMENT.

January 29, 1985

Dear Mr. Hummel:

Thank you for writing to President Reagan. The President is grateful for your continued friendship and support.

Plans for the President's future library have not been finalized. We appreciate your interest and your letter will be kept on file.

With the President's best wishes,

Sincerely,

Anne Higgins
Special Assistant to the President
and Director of Correspondence

Mr. Fred Hummel, FAIA
Vice President
Daniel, Mann, Johnson, & Mendenhall
Suite 130
455 Capitol Mall
Sacramento, CA 95814

AVH/KCS/lmp (1AVH)

DRAFT/Date 1/26/85

RR / _____ / _____ / _____
(Drafter) (Rev. I) (Rev. II)

AVH / KCS / [Signature]

SPECIAL INSTRUCTIONS:

Enclosures:

Other:

SEND XEROX OF INCOMING AND BCC
OF OUTGOING TO NEIL HAMMERSTROM

Dear Mr. Hummel:

Thank you for writing to President Reagan. The President
for your continuing friendship and

Plans for the

We appreciate

Fred & Sue, PB.

Phillip J. Daniel 1912-1972
Arthur E. Mann
S. Kenneth Johnson 1912-1974
Irvan F. Mendenhall
Sven B. Svendsen
Albert A. Dorman

#260887

37
K/S
Fred Hummel, FAIA
Vice President

DMJM

November 15, 1984

The Honorable Ronald Wilson Reagan
The White House
1600 Pennsylvania Avenue, N.W.
Washington, D. C. 20500

Dear Mr. President:

Sue and I send our most sincere best wishes to you and Nancy for your continued guidance during the next four years. Your willingness to lead this great nation for another term will go into history as one of the most significant factors in the development of the United States of America.

It is now time to start planning your Presidential Library which will not only be the home for a vast amount of American history, but should represent the character and dedication of the man who will have so ably led this country for eight significant years.

Architecture can create an environment that captures forever the spirit of dignity and strength of leadership that you have shared with us all. It is my sincere hope that your Library will not merely be a place to display memorabilia, but will truly capture the spirit you have so unselfishly given to this nation.

Having worked with you in California, I feel I have a more personal understanding to insure that your personality lives with the design of this Library rather than merely designing a building for display. I have merged my firm with that of Daniel, Mann, Johnson, & Mendenhall of Los Angeles, and I believe that the resulting organization is the most logical and capable firm of architects to insure the proper design of your personal library.

It would be a great honor to have the opportunity to make a proposal to you or to those who would be making the selection of an architect for your library design.

Sincerely,

Fred Hummel

Fred Hummel, FAIA
Vice President

FH/bh

Daniel, Mann, Johnson, & Mendenhall
Suite 130
455 Capitol Mall
Sacramento, California 95814
Telephone: 916/447-3656

Planning
Architecture
Engineering
Systems
Economics

CONFIDENTIAL

November 15, 1954

The Honorable Ronald Wilson Reagan
The White House
1600 Pennsylvania Avenue, N.W.
Washington, D. C. 20500

Dear Mr. President:

I am glad to read your most sincere best wishes for me and my family. Your continued guidance during the next four years, your willingness to lead this great nation for another four years into history as one of the most significant factors in the development of the United States of America.

It is now time to start planning your Presidential library which will not only be the best for a vast amount of wisdom, history, but should represent the character and habits of a man who will have so richly led this country for eight glorious years.

Architecture can create an environment that inspires, respects, spirit of dignity and strength of leadership that you have shown with us all. It is my sincere hope that your library will not merely be a place to display memorabilia, but will truly represent the spirit you have so unselfishly given to this nation.

Having worked with you in California, I feel I have a personal understanding to insure that your personal library will be the best of its kind. I have many ideas and would like to share them with you.

John Johnson, a member of the Board of Directors of the resulting organization is the most logical and best architect to insure the proper design of your Presidential library.

It could be a great honor to have the opportunity to work on a proposal to you or to those who would be making the selection of an architect for your library design.

Sincerely,

John Johnson

John Johnson, F.A.A.
New York, N.Y.

P/B

EX-105

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4200
FE008-01
ME001

THE WHITE HOUSE
WASHINGTON

February 26, 1985

Dear Dick and John:

As you have been previously advised, you are authorized to form and to incorporate as a California non-profit public benefit corporation the Ronald Reagan Presidential Foundation.

I also approve the appointment of Martin C. Anderson, W. Glenn Campbell, William P. Clark, Michael K. Deaver, John S. Herrington, Edwin Meese III, Ronald P. Reagan and William French Smith as Trustees of the Ronald Reagan Presidential Foundation. As officers of the Foundation, I approve the appointment of W. Glenn Campbell, Chairman; Edwin Meese III, Vice Chairman; Martin C. Anderson, Secretary; and William P. Clark, Treasurer.

Comment

Your assistance in this matter is greatly appreciated.

Sincerely,

Ronald Reagan

Authorization

Mr. Richard T. Burress
Mr. John M. Donegan
* Incorporators
Suite 101
801 Welch Road
Palo Alto, California 94303

85 226

Copy in Permanent File

Revision of
11-28-84

BYLAWS
OF
THE RONALD REAGAN FOUNDATION
(A California Nonprofit Public Benefit Corporation)

ARTICLE I

NAME

The name of this Corporation is The Ronald Reagan Foundation.

ARTICLE II

OFFICES

Section 1. The principal office of The Ronald Reagan Foundation (the "Corporation") is located at ; however, it may be located at such other place as the Board of Trustees may from time to time determine.

Section 2. The Corporation may establish additional offices at such places, within or without the State of California, as the Board of Trustees may from time to time determine.

ARTICLE III

PURPOSES

Section 1. As provided in the articles of incorporation, the purposes for which the Corporation is organized are as follows: To receive and administer funds for, and to cause or cooperate with others in causing the accomplishment of, the design, construction, establishment, maintenance, operation and supervision of a Presidential Library, Museum and Center For Public Affairs. In general, the Corporation may engage in any activity within the purposes for which California nonprofit public benefit corporations may be organized under the Nonprofit Public Benefit Corporation Law of California, as amended, including, without limitation, the sponsoring of programs, seminars, fellowships and research activities; the furnishing of support to The Ronald Reagan Library, to be located at Stanford University, California, or at such other or additional locations as the Board of Trustees may from time to time choose; the furnishing of support to The Ronald Reagan Museum, to be located at Stanford University, California, or at such other or additional locations as the Board of Trustees may from time to time choose; and the establishment, operation and administration of, and the furnishing of support to, The Ronald Reagan Center For Public Affairs, to be

located at Stanford University, California, or at such other or additional locations as the Board of Trustees may from time to time choose. No substantial part of the activities of the Corporation shall be to carry on propaganda, or otherwise to attempt to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

Notwithstanding any other provisions of the articles of incorporation and these bylaws, this Corporation shall not carry on any activity not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501 (c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws, or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

ARTICLE IV

NO MEMBERSHIP

This Corporation shall have no member or membership, within the meaning of Corporations Code Sections 5056 or 5057 or otherwise.

ARTICLE V

BOARD OF TRUSTEES

Section 1. The "directors" and the "board of directors" of this Corporation, within the respective meanings of said terms as used in the California Nonprofit Corporation Law, shall hereinafter (and generally in the affairs of this Corporation) be referred to, respectively, as the "Trustees" and as the "Board of Trustees".

Section 2. Subject to the provisions of the California Nonprofit Corporation Law, the articles of incorporation and these bylaws, all rights, powers and responsibilities relating to the management and control of the Corporation's property, business and affairs shall be vested in, and exercised by or under the authority of, the Board of Trustees. Without prejudice to these general powers, and subject to the same limitations, the Board of Trustees shall have the power to:

a.) Select and remove all officers, agents, and employees of the Corporation; prescribe any powers and duties for them that are consistent with law, with the articles of incorporation, and with these bylaws; and fix their compensation, if any.

b.) Change the principal office of the Corporation in the State of California from one location to another; cause the Corporation to be qualified to do business in any other state, territory, dependency, or country and conduct business within or without the State of California; and designate any place or places within or without the State of California for the holding of any meetings.

c.) Adopt, make, alter and use a corporate seal.

d.) Borrow money and incur indebtedness on behalf of the Corporation and cause to be executed and delivered for the Corporation's purposes, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, and other evidences of debts and securities.

e.) Enter into and perform contracts and leases of every kind and purpose.

f.) Institute and participate in and maintain legal, equitable and other governmental actions and defenses.

Section 3. The first full Board of Trustees shall be appointed by the Incorporator(s) named in the articles of incorporation at the initial organizational meeting or at any subsequent organizational meeting. Said Trustees shall serve for such terms as specified in their appointments. Thereafter, all appointments to the Board of Trustees shall be made by the Board of Trustees, for such term as they may specify. All Trustees shall be eligible for appointment to successive terms, without limit.

Section 4. A vacancy or vacancies on the Board of Trustees shall be deemed to exist on the occurrence of any of the following: (i) the death, resignation, or removal of any Trustee; (ii) the declaration by resolution of the Board of Trustees of a vacancy of the office of a Trustee who has been declared of unsound mind by an order of court or convicted of a felony or has been found by final order or judgment of any court to have breached a duty under Sections 5230 and following of the California Nonprofit Corporation Law; (iii) the increase in the authorized number of Trustees; or (iv) the failure of the Trustees at any meeting at which any Trustee or Trustees are to be elected, to elect the number of Trustees to be elected at such meeting. Any and all such vacancies shall be filled by election by the Board of Trustees, for such term as they may specify.

Section 5. Applications for exemptions from taxation under federal and state income tax laws (including the laws of California and any and every other state) may be made and maintained: (i) by said Incorporator(s) at any time after the Articles of Incorporation have been filed with and certified by the Secretary of State of the State of California; (ii) by the Board of Trustees at any time after the Trustees have been appointed by the Incorporator(s).

ARTICLE VI

MEETINGS OF THE BOARD OF TRUSTEES

Section 1. The initial meeting of the Board of Trustees shall be set by the said Incorporator(s), upon notice to the Trustees as provided hereinbelow.

Section 2. The Board of Trustees shall hold an annual meeting, at such time and at such location as determined by said Board, for the purpose of electing officers and for the transaction of such other business as may properly come before the meeting.

Section 3. Special meetings of the Board of Trustees may be called by the Chairman or by not less than one-third (1/3) of the Trustees.

Section 4. Notice of any meeting of the Board of Trustees shall be given not less than 10 nor more than 60 days prior to the date of the meeting. A meeting of the Board of Trustees may be held at any place within or without the State of California.

ARTICLE VII

OFFICERS

Section 1. The officers of the Corporation shall be a Chairman, a Vice-Chairman, a Secretary and a Treasurer. All such officers shall be elected by the Board of Trustees at said initial meeting, and thereafter, at the regular annual meeting of the Board of Trustees. The Board of Trustees may from time to time elect or appoint other officers, including Assistant Secretaries and Assistant Treasurers, as the Board may deem appropriate. Any two or more offices, other than the offices of Chairman and Secretary, may be held by the same person. The Board of Trustees may designate an Honorary Chairman or Honorary Co-Chairmen of the Corporation. In addition to powers and duties as set forth in these bylaws, the officers of the Corporation shall have such authority and shall perform such duties as from time to time may be determined by the Board of Trustees.

Section 2. The Chairman (whose statutory status, authority and functions shall be the same as if he or she were referred to as "President") shall be the chief operating officer of the Corporation, shall preside at meetings of the Board of Trustees, and shall have and may exercise such powers and perform such other duties as may be assigned by the Board of Trustees. The Chairman, together with the Secretary or an Assistant Secretary or the Treasurer or an Assistant Treasurer, may sign and execute contracts, agreements, notes, bills and conveyances, in the name of the Corporation except as may otherwise be provided by resolution of the Board of Trustees.

Section 3. The Vice Chairman shall have such powers and shall perform such duties as may be assigned by the Board of Trustees; and he shall, in the event of absence, inability to act or death of the Chairman, have and shall exercise all the powers of the Chairman's office.

Section 4. The Secretary shall keep the minutes of all meetings of the Board of Trustees in books provided for that purpose, attend to the giving or serving of notices of the Corporation, and sign with the Chairman, in the name of the Corporation, contracts when authorized to do so. The Secretary shall have charge of such books and papers as the Board of Trustees shall direct, which shall at all reasonable times be open to examination by any Trustee, and shall in general perform all the duties incident to the office of Secretary, subject to the control of the Board of Trustees.

Section 5. The Treasurer shall have custody of the funds and securities of the Corporation, endorse on behalf of the Corporation for collection checks, notes and other obligations and shall deposit the same to the credit of the Corporation in such bank or banks or depository or depositories as the Board of Trustees may designate; sign all receipts and vouchers for payment made to the Corporation; enter or cause to be entered regularly in the books of the Corporation kept for the purpose full and accurate accounts of all moneys received and paid on account of the Corporation, and whenever required by the Board of Trustees shall render statements of such accounts; shall, at all reasonable times, exhibit the books and accounts to any Trustee of the Corporation and shall perform all acts incident to the position of Treasurer, subject to the control of the Board of Trustees.

Section 6. The Board of Trustees may from time to time by resolution delegate to any Assistant Treasurer or Treasurers any of the powers or duties herein assigned to the Treasurer, and may similarly delegate to any Assistant Secretary or Secretaries any of the powers or duties herein assigned to the Secretary.

Section 7. All officers of the Corporation, if required to do so by the Board of Trustees, shall furnish bonds to the Corporation for the faithful performance of their duties, with such penalties and with such conditions and security as the Board shall require.

Section 8. The officers of the Corporation shall be entitled to receive such reasonable compensation for their services as shall from time to time be determined by the Board of Trustees.

Section 9. A vacancy in an office shall be deemed to exist on the occurrence of any of the following: (i) the death, resignation, or removal of such officer; (ii) the declaration by resolution of the Board of Trustees of a vacancy in the office of an officer who has been declared of unsound mind by final order or

judgment of court or convicted of a felony or has been found by final order or judgment of any court to have breached a duty under Sections 5230 and following of the California Nonprofit Corporation Law; (iii) the creation of an additional office or offices; or (iv) the failure of the Board of Trustees at any meeting at which any officer or officers are to be elected, to elect such officer or officers to be elected as such meeting. All such vacancies shall be filled by election by the Board of Trustees, for such term as they may specify.

ARTICLE VIII

COMMITTEES

Section 1. The Board of Trustees by resolution may establish an Executive Committee. To the extent allowed by law and to the extent provided in such resolution, the Executive Committee shall possess and exercise the authority and powers of the Board of Trustees between meetings of the Board. The Chairman of the Corporation shall be chairman of the Executive Committee. Any vacancy on the Executive Committee may be filled by appointment by the remaining members of the Executive Committee, and such appointed committee member shall serve until the next meeting of the Board of Trustees.

Section 2. The Board of Trustees may designate such other committees with such duties and powers as it may deem appropriate in order to carry out the programs and purposes of the Corporation. Unless designated by the Board of Trustees, the chairman of any such committee shall be designated by the Chairman of the Corporation. Any vacancy on a committee other than the Executive Committee may be filled by appointment by the Chairman of the Corporation, and such appointed committee member shall serve until the next meeting of the Board of Trustees.

Section 3. Meetings of the Executive Committee and of any other committee shall be called in each case by the chairman thereof, and notice of any meeting shall be given to each member in person or delivered in writing at least one day in advance. In case of absence or disqualification of a committee member, the remaining members present, who are not disqualified from voting, may unanimously appoint another member of the Board of Trustees to act temporarily at the meeting in place of any such absent or disqualified member.

ARTICLE IX

BOARD OF GOVERNORS

Section 1. The initial members of the Board of Governors shall be appointed by the Board of Trustees. Subsequent appointments to the Board of Governors shall be upon nomination by the Executive

Committee of the Board of Governors, and confirmation of the full Board of Governors by a majority vote of those participating in such confirmation voting, all subject to the approval and confirmation by the Board of Trustees. Such appointment and membership shall not be deemed to constitute any delegation of authority to the Board of Governors, which shall act in an advisory capacity only.

Section 2. Members of the Board of Governors shall be appointed for four (4) year terms, and shall serve for no more than two (2) consecutive four (4) year terms. A period of at least one (1) year must elapse prior to reappointment to further terms after serving two (2) consecutive four (4) year terms. No limit shall be placed on the number of Governors on the Board of Governors, except to keep it within reasonable limits.

Section 3. The Board of Governors shall elect its Chairman, Vice-Chairman, Secretary, and its Executive Committee, and may designate an Honorary Chairman or Honorary Co-Chairmen of the Board of Governors.

Section 4. The Board of Governors shall review the effectiveness of the operation of The Ronald Reagan Foundation. It shall advise on the operation, policies and programs of the Ronald Reagan Center For Public Affairs, and it shall monitor the Presidential Library and Museum. The Board of Governors shall help to maintain support and interest in the Foundation, the Presidential Library and Museum, and the Center For Public Affairs. It shall make and issue such reports as it deems advisable to the Board of Trustees.

Section 5. The Board of Governors shall act by a majority vote of those present at any meeting duly called. The initial meeting of the Board of Governors may be within or without the State of California, and shall be upon the call of the Chairman of the Board of Trustees upon Notice given at least ten (10) days prior to the date of said initial meeting; and the Board of Governors, at such initial meeting or thereafter, may specify the procedures as to future meetings.

Section 6. A Governor of the Corporation may resign by written notice to the Chairman or Secretary of the Board of Governors. Unless otherwise specified in the notice of resignation, the resignation shall be effective upon receipt by the Chairman or Secretary of the Board of Governors.

ARTICLE X

DISSOLUTION

Section 1. No part of the net earnings of this Corporation shall be distributed to, or inure to the benefit of, any Trustee, Governor or officer of this Corporation, or any contributor, or private individual. Upon the dissolution of the Corporation, the

Board of Trustees will, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any subsequent Federal Tax laws), as the Board of Trustees shall determine.

ARTICLE XI

INDEMNIFICATION OF TRUSTEES, OFFICERS, GOVERNORS, AND EMPLOYEES

Section 1. The Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he or she is or was a Trustee, officer, Governor, employee or agent of the Corporation, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, has no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, have reasonable cause to believe that his or her conduct was unlawful.

Section 2. The Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he or she is or was a Trustee, officer, Governor, employee or agent of the Corporation, against expenses (including attorneys' fees) actually and reasonably incurred by him or her in connection with the defense or settlement of such action or suit if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Corporation, except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his or her duty to the Corporation unless and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication or liability but in view of all the circumstances of the case, such person is fairly and reasonably entitled to

indemnification for such expenses which the Court shall deem proper.

Section 3. To the extent that a Trustee, officer, Governor, employee or agent of the Corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Section 1 and 2 of this article or in defense of any claim, issue or matter therein, he or she shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him or her in connection therewith.

Section 4. Any indemnification under Sections 1 and 2 of this Article (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the Trustee, officer, Governor, employee or agent is proper in the circumstances because he or she has met the applicable standard of conduct set forth in Sections 1 and 2. Such determination shall be made (i) by the Board of Trustees by a majority vote of a quorum (as defined in these bylaws) consisting of Trustees who were not parties to such action, suit or proceeding, or (ii) if such quorum is not obtainable, by independent legal counsel in a written opinion. Notwithstanding the failure or refusal of the Trustees and counsel of the Corporation to make provision therefor, such indemnification shall be made if a court of competent jurisdiction made a determination that the Trustee, officer, Governor, employee or agent has a right to indemnification hereunder in any specific case upon the application of such Trustee, officer, Governor, employee or agent.

Section 5. Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding as authorized by the Board of Trustees in the specific case upon receipt of an undertaking by or on behalf of the Trustee, officer, Governor, employee or agent to repay such amount unless it shall ultimately be determined that he or she is entitled to be indemnified by the Corporation.

Section 6. The Corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a Trustee, officer, Governor, employee or agent of the Corporation, against any liability asserted against him or her or the Corporation and incurred by him or her or the Corporation in any such capacity, or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him or her against such liability under the provisions of this article.

ARTICLE XII

ANNUAL AUDITS AND FISCAL YEAR

Section 1. There shall be an annual audit of the financial affairs of the Corporation by an auditor who shall be selected as

the Board of Trustees may direct.

Section 2. The fiscal year of the Corporation shall be the calendar year or such other fiscal year as may be determined by the Board of Trustees from time to time.

ARTICLE XIII

MISCELLANEOUS PROVISIONS

Section 1. All checks, drafts, bills of exchange, acceptances, notes or other obligations or order for payment of money shall be signed and countersigned by such officers of the Corporation and/or other persons as the Board of Trustees shall from time to time by resolution designate.

Section 2. Any notice required to be given, unless otherwise provided herein or in any statute, may be given personally or by first class mailing to the person entitled thereto at his last known address as the same appears on the records of the Corporation, and unless otherwise provided in the bylaws such notice shall be deemed to have been given at the time of mailing.

Section 3. Whenever any notice is required to be given to any person or persons, a waiver thereof in writing signed by the person or persons entitled to notice, whether before or after the time stated therein, shall be deemed equivalent thereto. Presence at any meeting without objection to the manner in which notice of the meeting was given shall be deemed a waiver of notice thereof.

Section 4. Any action which may be taken at a meeting of the Board of Trustees, or of any committee, may be taken without a meeting if the action is authorized in writing by all of the Trustees or members of the committee, as the case may be, and such action shall be as valid as though it had been authorized at a meeting.

Section 5. A Trustee or officer of the Corporation may resign by written notice to the Chairman or Secretary of the Board of Trustees. Unless otherwise specified in the resignation, the resignation shall take effect upon receipt. Any Trustee, Governor, or officer of the Corporation may be removed at any time, with or without cause, upon approval of such removal by a majority of the Trustees then in office; such removal to be effective immediately (unless otherwise specified by the Board of Trustees).

Section 6. A Trustee or officer shall serve until his or her successor has been selected (except in the case of removal or resignation, in which case the provisions hereinabove for the effective time of such removal or resignation shall control).

Section 7. To the extent that the Executive Committee is authorized by resolution of the Board of Trustees to exercise its authority and powers, and except as otherwise provided by statute

or the articles of incorporation, references in these bylaws to the Board of Trustees shall be read and interpreted, between meetings of the Board, as referring to the Executive Committee.

Section 8. Any person may participate in a meeting by means of a conference telephone call or similar communications system whereby each person can hear, and speak to, all other persons participating in the meeting, and such participation shall constitute presence at the meeting

Section 9. Except as otherwise required by statute or these bylaws, the presence at any meeting of not less than one-third (1/3) of the total number entitled to notice shall constitute a quorum for the transaction of business. In the case of a committee, a majority of the membership of such committee shall constitute a quorum. The act of a majority at any meeting at which a quorum is present shall be the act of the body unless a greater number is required by law.

Section 10. A majority in attendance at any meeting duly called, whether or not a quorum is present, may adjourn the meeting to another time and place. Further notice of such adjourned meeting need not be given if the time and place thereof are announced at the meeting at which the adjournment is taken.

Section 11. Points of order raised at any meeting shall be resolved in accordance with Roberts Rules of Order unless otherwise prescribed by law or these bylaws.

ARTICLE XIV

AMENDMENTS AND ADDITIONS

Section 1. These bylaws may be amended or revised at any duly called meeting of the Board of Trustees at which a quorum is present by a majority vote, provided that written notices containing the text or substance of the proposed amendment or revision has been sent to each Trustee at least ten (10) days in advance of the meeting, unless such notice is waived.

Section 2. The Board of Trustees may adopt additional rules and regulations, general or specific, for the conduct of the affairs of the Corporation.

11-28-84

ARTICLES OF INCORPORATION
OF
THE RONALD REAGAN FOUNDATION

ONE: The name of this Corporation is The Ronald Reagan Foundation.

TWO: This Corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes. The specific purposes for which the Corporation is organized are: to receive and administer funds for, and to cause or cooperate with others in causing the accomplishment of, the design, construction, establishment, maintenance, operation and supervision of a Presidential Library, Museum and Center For Public Affairs.

THREE: The name and address in the State of California of the Corporation's initial agent for service of process is:

FOUR: a.) The property of this Corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this organization shall ever inure to the benefit of any director, officer, Trustee, Governor or member of this Corporation, or to the benefit of any private person.

b.) Upon the winding up or dissolution of this Corporation, and after paying or adequately providing for the debts and liabilities of the Corporation, the remaining assets shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Section 501 (c)(3) of the Internal Revenue Code.

FIVE: a.) This Corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from Federal Income Tax under Section 501 (c)(3) of the Internal Revenue Code or (ii) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code.

b.) No substantial part of the activities of this Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, nor shall this Corporation participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office.

DATED: _____, 1984.

INCORPORATOR(S)

I hereby declare that I am the person who executed the above Articles of Incorporation, which execution is my act and deed.

RONALD REAGAN PRESIDENTIAL LIBRARY AND MUSEUM

The Ronald Reagan Presidential Library and Museum will serve as a center of scholarly study and education in the history of the President and the Presidency. It will accomplish this by:

- (1) assembling in one place and making available the personal and White House papers of the President and his associates, and such other archival material as can be gathered;
- (2) supporting the archival collection with a printed materials collection bearing on the history of the period;
- (3) collecting still pictures, motion pictures, and sound and video tapes for use in the museum of the Library and for use by researchers;
- (4) maintaining exhibit rooms designated for the visiting public in which the life and times of the President are depicted by means of photographs, documents, objects, and presidential memorabilia;
- (5) encouraging advanced study focussed on the history, government, and public administration of the period;
- (6) sponsoring special programs, including documentary publications, oral history projects, and conferences.

Adequate space for all of these functions must be provided in the building. Consideration should be given to keeping the building modest enough to minimize maintenance costs for the government, but flexible enough to allow space for a growing program. Although there are variations in detail, the total space needs listed on the following page are comparable in size to the Kennedy Library (106,000 square feet) and the Johnson Library (117,000 square feet). The Reagan Library will have a much smaller exhibit space, but because of a two-term presidency will have a larger stack storage area.

RONALD REAGAN PRESIDENTIAL LIBRARY

<u>Description</u>	<u>Square Footage (Gross)</u>
OFFICES	
Suite for President and Mrs. Reagan (offices for President and Mrs. Reagan conference room, dining area, catering kitchen, secret service room)	3,000
Director's Suite	1,100
Visiting Scholars' Offices (12)	2,400
PUBLIC AREAS	
Exhibit space	15,000
Auditorium/museum (350 seats, for showing film on presidency to museum visitors)	4,000
Lobby (coatroom, telephones, reception, area for social gatherings)	2,500
Main conference room	5,000
Multi-purpose rooms (meetings, luncheon area for conferences)	2,400
Press room	600
Staff lunch room	500
Patio space	---
RESEARCH AREAS	
Reading room (includes space for orientation, audiovisual and microfilm use, lockers, and computer terminals)	3,800
Seminar rooms (2)	900
National security reading room	250
ARCHIVAL PROCESSING	
General processing and work area	2,700
Photographic lab and processing	1,700
Museum work area	2,700
Conservation lab	600
Staff offices (25)	3,850
ARCHIVAL STORAGE	
Stack area for archives, books, museum objects	40,000
Cold storage	1,000
National security vault	2,000
SERVICE AREAS	
Computer room, mechanical/electrical, HVAC, telephone circuit, elevator, bathrooms, receiving dock, building storage, hallways, etc.	20,000
TOTAL	116,000

THE RONALD REAGAN CENTER FOR PUBLIC AFFAIRS

The basic purpose of the Ronald Reagan Center for Public Affairs is to encourage and facilitate the advanced study of public affairs in the United States, focussing on the major national and international policy issues that this country will face in the years ahead.

A group of visiting Fellows, appointed for specific terms, will constitute the major portion of the research effort. The visiting Fellows, who are expected to come primarily from colleges and universities, other research institutions, the media, and government, will pursue independent inquiries on major public policy issues. Time spent at the Center should enable each fellow to complete a major published work.

To encourage the advanced study of public affairs, the Center will regularly sponsor conferences that will enable the world's leading experts to gather together in congenial surroundings to discuss and analyze the most important public affairs issues of the time. These conferences would include leading experts from the academic world, government, the media, business, and the professions. Residential study units will allow key conference participants to interact on an intensive basis.

The physical facilities of the Center will include conference and seminar rooms, offices for staff and visiting Fellows, residential units, and banquet room. The Center will be equipped with state of the art audio-visual facilities, computers, simultaneous translation for international conferences, and television and audio recording capabilities. Tennis courts, swimming pools, and other features will provide recreation for conference participants and visiting Fellows.

RONALD REAGAN CENTER FOR PUBLIC AFFAIRS

<u>Description</u>	<u>Square Footage (Gross)</u>
RESIDENTIAL AREAS	
Presidential Suites (3) Bedroom, living room, kitchen, large bathroom, closets, balcony	5,400
VIP Suites (9) Bedroom, study area, kitchenette, bathroom, closets, bookshelves	10,800
Residential Study Units for Conference Guests (14) Two twin beds, study area, bookshelves, sitting area, bathroom, closets	9,900
Living Units for Resident Fellows (22) Condominium size units varying from one to three bedrooms	34,000
RESEARCH AREAS	
Office suite for President and Mrs. Reagan (offices for President and Mrs. Reagan, conference room, dining area, catering kitchen, secret service room)	3,600
Director's suite	1,800
Administrative offices (4)	1,200
VIP offices (6)	3,000
Scholars' offices (40)	12,000
Secretarial/research assistant offices (15)	3,000
Library	3,000
MEETING ROOMS	
Main conference room, 150 seats	2,800
Meeting rooms, 30 capacity (6)	2,850
Television studio	2,500
Press room	600
Lobby (social gatherings, coat room, telephones, reception, etc.)	3,000
COMMONS	
Banquet room, 300 capacity	8,500
Senior commons lounge	2,000
Recreational lounge with bar	1,200
SERVICE AREAS	
Kitchen	800
Computer room	600
Security vault	500
Security personnel room	200
Building storage	5,000
Loading dock and receiving room	1,500
CUSTODIAL/MECHANICAL/CIRCULATION (21% of subtotal)	24,000
Mechanical, electrical, HVAC, hallways, bathrooms, elevator, etc.	

RECREATIONAL AREA

Tennis courts with lights (6)	---
Swimming pools (indoor and outdoor)	---
Putting green	---
Weight/exercise room	400
Shower/locker rooms	1,500
Sauna/hot tubs	300
Day care room with kitchenette and bathroom	300

OTHER

Parking lot	---
Helicopter landing pad	---

TOTAL	146,250
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COSTS

Capital Expenditures

Library/Museum			
Building, 116,000 @ \$160 per sq. ft.	18,560,000		
Furnishings	1,500,000		
Utilities	200,000		
Roadway	600,000		
Parking	140,000		
Total:			\$21,000,000
Center for Public Affairs			
Building, 146,250 @ \$160 per sq. ft.	23,400,000		
Land	10,000,000		
Furnishings	4,000,000		
Recreational areas	1,000,000		
Utilities	300,000		
Roadway	150,000		
Parking, Helicopter landing pad	150,000		
Total:			\$39,000,000

Operational Expenditures

Library/Museum			
All operational expenses are paid by the U.S. Government. Special programs such as oral history project, conferences, publications, grants-in-aid, are not government supported. The Johnson Foundation spends about \$1 million on these activities.			
	500,000		
Center for Public Affairs			
Administration	500,000		
Overhead (building maintenance, security, utilities, etc.)	800,000		
Research (fellows and support staff)	2,500,000		
Conferences	200,000		
Total:	4,500,000		
Endowment			\$30,000,000

Total Capital and Endowment Funds

\$90,000,000

DATE: October 22, 1984

TO : Glenn Campbell

FROM : Richard Burress

SUBJECT: The Ronald Reagan Foundation

The establishment of a Foundation for the purpose of (a) collecting contributions to build a Reagan Presidential Library-Museum on the Stanford University campus and a Ronald Reagan Center for Public Affairs at a nearby location; (b) overseeing the construction of the Library-Museum and the Center; (c) providing continued monitoring of the Library-Museum and the operation of the Center for Public Affairs; and (d) establishing and directing an endowment for the support of the Center will require:

- (1) The preparation of appropriate articles of incorporation so that the Foundation may qualify as a tax exempt organization as described in the Internal Revenue Code. Unless there are reasons that would dictate a contrary result, the Foundation should be incorporated in the State of California. Although, contributions will be solicited throughout the United States, and perhaps in some foreign countries, the place of doing business and all operations will be in California. Incorporation in another state (Delaware for example) is normally undertaken for tax purposes or to facilitate doing business in other states. These considerations do not apply in this case.
- (2) A ruling or determination letter must be obtained from the Internal Revenue Service holding that contributions to the Foundation are tax exempt. The Internal Revenue Service will review the articles of incorporation to make certain that the Foundation is a non-profit organization with a principal fund of its own, that it is managed by its own Trustees or Directors, and that it is established to maintain or aid social, educational, or other activities serving the common welfare.

One question to be determined is whether or not there should be a special President Reagan Library Fund or Funds whose sole purpose is the solicitation and disbursement of funds for the construction of the Library-Museum and the Center for Public Affairs. Two such funds were established by President Ford, one for the Museum in Grand Rapids and another for the Library at Ann Arbor. This was done because of the uniqueness of the situation and the perceived need to have a separate and distinct fund raising group in each city. However, once construction was completed and the required money disbursed, both funds were dissolved with the remaining assets transferred to the Gerald R. Ford Foundation.

(2)

To: Glenn Campbell

October 22, 1984

The Gerald R. Ford Foundation was designed as a follow-on organization. It is charged with monitoring the operation of the two facilities, sponsoring seminars and lectures at the Library and establishing a special scholarship program. According to Senator Robert Griffin, Chairman of the Foundation, it has received an IRS Tax Exempt Status as a Section 501 (c) (3) and 509 (a) (1) organization.

There is no requirement that two tax exempt organizations be established, one for fund raising for the construction of the Library-Museum and the other for the purpose of constructing, funding and operating the Center for Public Affairs. However, the articles of incorporation of just one Foundation would have to be sufficiently broad to include everything. This would reduce the expense of administration, the need for the transfer of funds once construction has been completed and the time and effort of operating two funds.

The Ford Foundation has a thirty-five member Board of Directors. This has lead to quorum problems and a general unwieldiness that has been overcome by establishing a number of operating committees. If a Board of Directors had been established as the governing body, an auxiliary and much larger Advisory Board could have then been created as a separate body.

The John F. Kennedy Library Inc., (KLC) was established as a private non-profit Massachusetts Charitable Corporation on December 5, 1963. It was organized for the purpose of developing and constructing the Kennedy Library which would then be turned over to the people of the United States as a Presidential Archival Depository. In 1964, the Corporation's charter was amended to include the establishment and support of an Institute of Politics as part of the overall memorial to the late President. This Institute later became a unit in Harvard's John F. Kennedy School of Government.

The officers and trustees of the KLC include the late President's family and many of his former associates. In 1964 and 1965 an extensive fund raising campaign was conducted. By 1974, available funds amounted to \$27 million with \$10 million committed to endowment of the Kennedy Institute of Politics and \$2 million for operating expenses and outside services. The remaining \$15 million was designated for the design and construction of the Library facilities.

The Lyndon B. Johnson School of Public Affairs is located adjacent to the Johnson Presidential Library on the University of Texas campus. It is a part of the University and is funded by the University. It has students, teachers and a masters degree program. The Library complex, including the School of Public Affairs, obtained the bulk of its construction money from large donors, the State of Texas and the federal government.

(3)

To: Glenn Campbell

October 22, 1984

In the articles of incorporation for the Ronald Reagan Foundation, provision should be made for the solicitation and disbursement of funds for the construction of the Library-Museum and the Center for Public Affairs, for the monitoring of the Library-Museum and for the support and operation of the Center. Attention also should be given to the development of a concept that will provide for both a Board of Trustees and a much larger Board of Governors. The duties of each should be delineated. The construction of the Library-Museum and the Center, the monitoring of the Library-Museum, the operation of the Center for Public Affairs, and the establishment and direction of the Center's endowment should be the responsibility of the Board of Trustees. The Board of Governors would advise on policy, generate good-will and assist in fund raising.

BASIC FACTS ABOUT THE RONALD REAGAN PRESIDENTIAL LIBRARY

1. Why was Stanford University chosen as the site for the Reagan Presidential Library and Museum?

- The President's association with Stanford University dates from 1975, when he placed his gubernatorial papers at the Hoover Institution at Stanford University. He has continued to deposit his papers at the institution, including those relating to his bids for the Republican nomination in 1976 and 1980 and to the 1980 presidential campaign.
- President Reagan is an Honorary Fellow of the Hoover Institution.

2. Are other presidential libraries located on university campuses?

- The presidential libraries on or near campuses include:

John F. Kennedy Library adjacent to the University
of Massachusetts, Boston

Lyndon Baines Johnson Library at the University of
Texas

Gerald R. Ford Library at the University of Michigan

Jimmy Carter Library at Emory University

3. What are the academic values to a university of a presidential library?

- The history of the United States is documented primarily in the official records of its Government, and the most important of these are the papers of the Presidency. Some 60 million documents will be available to scholars, students, journalists, and others for research on international affairs and domestic policy issues.
- A presidential library receives about 2,000 daily visits per year by scholarly users. The majority of these are undergraduates, graduate students, and faculty.

- Libraries host scholarly conferences, hold seminars for students, sponsor documentary publications, and encourage other scholarly activities.
 - A computerized network linking all presidential libraries to each other and to the National Archives will provide access to the entire holdings of the National Archives system.
4. Who will run the Reagan Presidential Library?
- The National Archives will administer the library. According to the Presidential Papers Act of 1978, the President's papers are Government property and, when the President leaves office, will be placed in the custody of the Archivist of the United States.
5. What will the library cost and who will pay for it?
- The library and museum will be built entirely by private funds.
 - Operational costs are \$2 million per library and are part of the U.S. National Archives operating budget.
6. When will the papers be opened for research?
- Access to the papers will be governed solely by the Presidential Papers Act of 1978, according to which most papers will be opened 5 years after the President leaves office, or sooner if archivists complete processing. Twelve years after the President leaves office, all papers will be subject to the Freedom of Information Act.
7. What is the purpose of the museum?
- Exhibits will show how the American Presidency works and provide

an educational experience for students as well as the general public.

- The museum will occupy a relatively small part of the library and will be subordinate to the library's research program.
- The number of museum visitors will range between 200,000 and 300,000 per year. During the summer months, visitors will total about 700 on weekdays and 2,000 on weekend days. During the normal academic year, visitors will total 500 on weekdays and 1,000 on weekend days.

8. Will the museum create unwanted traffic congestion on campus?

- Most visitors come in the summer and on weekends when classes are not in session.
- Museum hours will be set at 10-4, in order to avoid commuter traffic.
- On a normal academic weekday, we expect about 500 visitors and fewer than 3 buses and 200 cars over a six-hour period. Along Junipero Serra that represents an increase of less than 2%. Junipero Serra now carries 16,000 cars per day.

Copy to Hilda 10/21/85

" " Jeanine 3-21-88

D R A F T

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FE008-01

Today the President announced the formation of the Ronald Reagan Presidential Foundation. The purpose of the Foundation is to receive and administer funds for the design, construction, establishment, maintenance, operation and supervision of the Reagan Presidential Library and the Center for Public Affairs. The Foundation was incorporated as a California nonprofit public benefit corporation on 27 February 1985 by attorneys Richard T. Burress and John M. Donegan.

The President has approved the following as Trustees of the Ronald Reagan Presidential Foundation: Martin Anderson, W. Glenn Campbell, William P. Clark, Michael K. Deaver, John S. Herrington, Edwin Meese III, Ronald P. Reagan and William French Smith. He also approved the following as officers of the Foundation: W. Glenn Campbell, Chairman; Edwin Meese III, Vice Chairman; Martin Anderson, Secretary; William P. Clark, Treasurer.

THE WHITE HOUSE
WASHINGTON

C. F.

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FE008-01

April 3, 1985

MEMORANDUM FOR DAVID L. CHEW
STAFF SECRETARY

FROM: FRED F. FIELDING
COUNSEL TO THE PRESIDENT

SUBJECT: Presidential Library Issues

You have asked for a preliminary list of issues to be addressed concerning the Ronald Reagan Presidential Library. A proposed list follows:

General Library Issues

1. How is a Presidential library established? Is funding for this appropriated by the Government or donated by private sources?
2. Who operates and maintains a Presidential library? Is funding for this appropriated by the Government or donated by private sources?
3. What is the relationship between the Archivist (the Governmental entity responsible for Presidential libraries) and a private foundation formed to create a Presidential library?
4. What role does Congress have in the process?
5. What input does a former President, or those acting on his behalf, have with respect to the operations of a Presidential library?

Presidential Records Issues

1. What sorts of material may be deposited in a Presidential library?
2. What determines whether a document is a "Presidential record" under the Presidential Records Act of 1978? What happens to Presidential records at the end of an Administration? What control does a former President have over Presidential records from his Administration?
3. Who controls records of an Administration that are not Presidential records? What should be done with such records?

Memo to David Chew from Fred Fielding
dated Mar 27 1985 attached

4. Who decides, in the case of a dispute, if something is or is not a Presidential record? If the Archivist decides, is he subject to the direction of the President on such issues?

5. Should an effort be mounted to amend the Presidential Records Act? Should consideration be given to challenging several of its provisions as unconstitutional? Should such a challenge be made before or after the end of the Administration?

Foundation Issues

1. May Federal officers serve as trustees and/or officers of the Ronald Reagan Presidential Foundation? May they serve after leaving Federal office?

2. What restrictions are there on fundraising activities by the Foundation? May the Foundation solicit and accept funds from donors doing business with or regulated by the Federal Government? Should the Foundation solicit and accept donations from Federal employees?

3. What activities should the Foundation pursue in addition to raising funds for the library? Should it accept and develop Presidential historical material for eventual donation to the library? If so, what conditions should the Foundation negotiate with the Archivist with respect to such material?

Videotape History Project

1. Can a videotape "oral history" by the President be produced in a manner such that the product is not subject to the Presidential Records Act?

2. Who should pay for such a production?

3. Could the videotape be copyrighted, and by whom?

4. May Government employees, equipment, and facilities be used in producing the videotape?

FFF:JGR:aea 4/3/85
cc: FFFielding
JGRoberts
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THE WHITE HOUSE
WASHINGTON

March 27, 1985

MEMORANDUM FOR DAVID L. CHEW
STAFF SECRETARY

FROM: FRED F. FIELDING Orig. signed by FFF
COUNSEL TO THE PRESIDENT

SUBJECT: Presidential Library Issues

You have raised several questions with this office concerning the organization of the future Ronald Reagan Presidential Library. This memorandum provides an overview of the statutory provisions governing the establishment and operation of Presidential libraries, and addresses your more specific inquiries. As the preliminary steps in the establishment of the library proceed, I will be happy to address any additional specific questions that arise.

OVERVIEW

The Archivist of the United States is authorized to accept, on behalf of the United States, land, buildings, and equipment donated for the purpose of creating a Presidential archival depository. Alternatively the Archivist may reach an agreement with a state, political subdivision, university or other institute of higher learning, or a foundation to use land, buildings, and equipment belonging to the entity as a Presidential archival depository. In either case the Archivist is to operate, maintain, and protect the depository as a part of the national archives system. Any action by the Archivist in this respect does not take effect until he reports to Congress on his proposed action, and 60 days of continuous session elapse. 44 U.S.C. § 2112(a). The Archivist is also authorized to accept gifts of money or property to operate, maintain, or improve a Presidential archival depository. 44 U.S.C. § 2112(g).

Prior to the current Administration, Presidential papers of all sorts were considered to be the private property of the President. Such papers were accepted by the Archivist for deposit in Presidential libraries subject to conditions imposed on their use and availability by the President in question or his personal representatives. See H.R. Rep. 95-1487, 5 (1978). President Nixon's effort to conclude an agreement with the Administrator of the General Services Administration concerning the disposition of his papers and tapes in the twilight of his Presidency prompted the passage

- 2 -

of the Presidential Recordings and Materials Preservation Act, Public Law 93-526, 44 U.S.C. § 2107 note. That Act granted GSA custody of the Nixon papers, and became the model for the Presidential Records Act of 1978, Public Law 95-591, 44 U.S.C. § 2201 et seq. This Administration is the first one to which the Presidential Records Act applies, and accordingly there is no precedent whatsoever to aid in interpreting the Act. The earlier Presidential Recordings and Materials Preservation Act is significant because it has been heavily litigated, see, e.g., Nixon v. Administrator of General Services, 433 U.S. 425 (1977), and precedent under that statute may be informative with respect to issues arising under the Presidential Records Act. In this regard it is important to note that litigation concerning the Nixon files continues to be active, and that the consequences of pending and future Nixon files litigation could well affect the handling of Reagan Presidential materials.

In light of the Presidential Records Act the material that may be deposited in a Presidential archival depository is of two types: Presidential records and all other material, including personal records of the President, known as Presidential historical materials. Presidential records are the property of the United States, 44 U.S.C. § 2202, and the Archivist is to assume control of all such records upon the conclusion of a President's last consecutive term. 44 U.S.C. § 2203(f)(1). The Archivist is to deposit Presidential records in a Presidential archival depository, established as described above. 44 U.S.C. § 2203(f)(2).

Presidential historical materials that are not Presidential records may be accepted by the Archivist for deposit in a Presidential archival depository "subject to restrictions agreeable to the Archivist as to their use." 44 U.S.C. § 2111(1); § 2112(b). In other words, Presidential historical materials may be donated to a Presidential library with conditions or restrictions imposed by the donor, if the Archivist agrees to the conditions. The conditions must be stated in writing, and may be revoked or terminated at a later date by the donors or persons legally qualified to act on their behalf. 44 U.S.C. § 2112(c). In negotiating for the deposit of Presidential historical materials, however, the Archivist is directed by law "to secure to the Government, as far as possible, the right to have continuous and permanent possession of the materials." Id.

While donors of Presidential historical materials may insist on conditions with respect to their use, the only restrictions applicable to Presidential records are those provided by statute. Prior to the conclusion of his last consecutive term, a President may restrict access to information in a Presidential record for up to 12 years if the information falls within one of six categories comparable to the exemptions

- 3 -

from disclosure under the Freedom of Information Act. 44 U.S.C. § 2204. The categories include information that (1) is properly classified, (2) relates to Federal appointments, (3) is exempt from disclosure by statute, (4) constitutes a trade secret, (5) reveals confidential communications between the President and his advisers, or between such advisers, or (6) is contained in personnel or medical files. The 12-year maximum limitation on access to even the most sensitive Presidential records raises serious constitutional questions. The constitutional doctrine of executive privilege may justify restrictions on access beyond the 12-year statutory limit.

RONALD REAGAN PRESIDENTIAL FOUNDATION

Preliminary steps have been taken to establish the Ronald Reagan Presidential Foundation as a non-profit public benefit corporation in California. I am unaware of the details surrounding this Foundation, but I assume it will apply for 501(c)(3) status under the Internal Revenue Code, and accept and solicit contributions to establish the Ronald Reagan Presidential Library. The Foundation could be the vehicle for the transfer of certain Presidential historical materials to the Archivist, with mutually agreeable conditions.

The contemplated service of Administration officials on the Foundation, as both officers and trustees, raises serious concerns. The letter from the President to Foundation incorporators Richard T. Burness and John M. Donegan dated February 26, 1985 indicates that Assistant to the President Michael K. Deaver, Attorney General Edwin Meese III, and Secretary of Energy John S. Herrington will serve as trustees, with Mr. Meese also serving as Vice Chairman. As trustees of the Foundation, these Federal officials will be responsible by law for the management of the assets of the Foundation. Those assets will be developed through contributions, doubtless including contributions from corporations or individuals regulated by or doing business with the Federal Government. This creates the potential for the appearance of a conflict of interest.

Executive Order 11222 of May 8, 1965 provides that no Federal employee may solicit or accept, directly or indirectly, anything of monetary value from any person, corporation, or group which has or is seeking to obtain a business relationship with his agency, conducts operations regulated by his agency, or has interests substantially affected by the performance of his official duties. Section 201(a). It is true, of course, that any contributions solicited and accepted by the Foundation would not benefit the individuals in question, but the Executive Order is not so limited by its terms, and the contributions would go to increase the

- 4 -

assets of an entity for which the trustees were responsible under law. Even if the trustees did not engage in solicitation themselves, Foundation employees who did so would be operating under the authority of the trustees, and the Executive Order bans indirect as well as direct solicitation. In addition, the Executive Order directs that employees avoid action that creates the appearance of giving preferential treatment to any organization or person. Section 201(c). There would be an appearance problem with respect to any actions taken by the Federal official trustees with respect to donors to the Foundation.

It is easy enough to imagine the circumstances that would create an appearance problem. An oil company making a sizable contribution to the Foundation may expect or may appear to receive favorable regulatory treatment from the Department of Energy; a corporation engaged in litigation with the Government may view a contribution to the Foundation as a means of helping its case against the Department of Justice. I do not, of course, mean to suggest that the impartiality of the individuals involved would actually be compromised, but the Executive Order deals with appearances as well as actual conflicts. (The danger of even an appearance of conflict seems to be sufficiently attenuated with respect to W. Glenn Campbell and William French Smith, who serve as Special Government Employees on the President's Intelligence Oversight Board and the President's Foreign Intelligence Advisory Board, respectively.)

In light of the foregoing I recommend that no Federal officials serve on the Foundation, either as trustees or officers, during their period of Federal service. They may, of course, join the Foundation once they have left Government service.

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With respect to the activities of Foundation employees, it must be kept in mind that the Foundation is a private entity governed by California law and the applicable provisions of the Internal Revenue Code. Foundation employees may not be considered Federal employees, and may not freely use Federal facilities, equipment, or supplies. Any preliminary processing of papers, documents, or other materials to be done by the Foundation should generally be restricted to Presidential historical materials, not Presidential records. As noted, Presidential records are Government property and are subject to the provisions of the Presidential Records Act on use and retention. Presidential records are subject to the control of the Archivist upon the conclusion of the Administration.

There is no difficulty with an employee of the Archivist beginning to review the Presidential records of this Administration with a view to their organization for inclusion in

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the library. The Archivist is an Executive branch employee subject to Presidential removal, see 44 U.S.C. § 2103(a), and his activities are subject to Executive direction and control.

VIDEOTAPE ORAL-HISTORY

I understand that consideration is being given to producing a videotaped oral history of the Administration by the President. Questions concerning the control and use of such a videotaped oral history would turn on whether it were considered a Presidential record. If the videotape were a Presidential record, it would be owned by the United States, 44 U.S.C. § 2202, and there would be no copyright in it, 17 U.S.C. § 105. It would be placed in the Presidential archival depository with no restrictions on access or use beyond those possibly available under 44 U.S.C. § 2204, see supra. If the videotape were not a Presidential record, it could be copyrighted and its distribution controlled. It could be donated as Presidential historical material to the library with any conditions and restrictions mutually agreeable to the donor and Archivist.

Presidential records are defined as "documentary materials, or any reasonably segregable portion thereof, created or received by the President, his immediate staff, or a unit or individual of the Executive Office of the President whose function is to advise and assist the President, in the course of conducting activities which relate to or have an effect upon the carrying out of the constitutional, statutory, or other official or ceremonial duties of the President." 44 U.S.C. § 2201(2). If something is not a Presidential record it is a "personal record," defined as "all documentary materials, or any reasonably segregable portion thereof [sic], of a purely private or nonpublic character which do not relate to or have an effect upon the carrying out of the constitutional, statutory, or other official or ceremonial duties of the President." Id. § 2201(3). The terms "Presidential record" and "personal record" are mutually exclusive and all encompassing. H.R. Rep. 95-1487, 11 (1978).

It is not a "constitutional, statutory, ...official, or ceremonial" duty of the President to compile a video reminiscence of his Administration, and accordingly such a videotape, if properly compiled and used, may be considered to fall outside the Presidential Records Act. Such a videotaped recollection is in many respects similar to a diary or journal, and diaries or journals not used in connection with Government business are considered "personal records." 44 U.S.C. § 2201(3)(A).

To increase the likelihood that the videotape will be considered a personal rather than Presidential record, it should be produced entirely by non-Government employees

using non-Government equipment, and it should be entirely funded from private sources. The videotape should not be used in any way in connection with the official or ceremonial duties of the President, nor should it be available to or used by White House staff members for reference or other purposes. Finally, the project should be categorized as a personal record from the outset, and any files compiled in connection with it should be kept separate from official files. See 44 U.S.C. § 2203(b).

No definitive answer can be given concerning whether the videotape would be considered a Presidential or personal record. As noted, there is no precedent under the Presidential Records Act. It may be desirable to obtain the concurrence of the Archivist, in advance, in the steps that are appropriate to keep the videotape from becoming a Presidential record.

POSTSCRIPT

As you are aware, we have not completed the review needed. This will continue, but the foregoing constitutes my preliminary conclusions. Likewise, in the near future we should concentrate our attention on the possibility of amending the Presidential Records Act to negate its deleterious impact on the candid exchange of advice within a White House.

FFF:JGR:aea 3/28/85

cc: FFFielding
JGRoberts
Subj
Chron