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DOUGLAS MORROW

July 13, 1987

Mr. President:

I beg you to read the attached carefully,-
particularly the part about the luncheon for
all the participants in the project. The paper clipped page

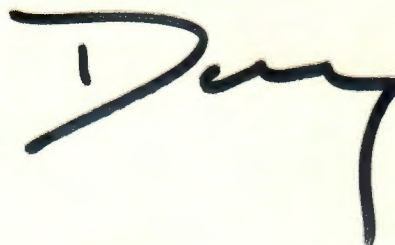
This has developed into a major project,-
beyond our wildest hopes.

If you and your people will cooperate with
me on this, I know it will be of great help to you.

Please...take the time to study this stuff.
I'm sure you'll agree with me.

I'll be in D.C. next week and asked for 5
minutes with you any time that week. Look forward
to seeing you.

As always, Margot joins me in affectionate
regards to you and Nancy.

A handwritten signature in black ink, appearing to read "D. Morrow". The signature is stylized with a large, sweeping "D" and a long, vertical tail on the "y".

THE WHITE HOUSE

WASHINGTON

July 23, 1987

MEMORANDUM FOR THE FILE

FROM: JAY B. STEPHENS
DEPUTY COUNSEL TO THE PRESIDENT

RE: Space Spinoff Project

At his request I met with Douglas Morrow today. Mr. Morrow reviewed with me the origins and planning of the Space Spinoff project. He spent much of the time explaining some of the spinoff benefits of the space program and noted the President's general interest in the space program. Mr. Morrow also elaborated on the "celebrity" media spots. He explained that the Space Foundation was planning a press conference in mid-August to kick off the space ad campaign which is being marketed under the aegis of the Advertising Council. He advised that former Presidents Nixon, Ford, and Carter were going to do brief video messages for the press conference; he noted that the President would also be doing one. He also indicated that he expected the President to provide one short ad spot generally extolling the spinoff virtues of the space program.

Mr. Morrow adamantly emphasized that none of the proposed Presidential statements would be used to raise funds for the Foundation; he emphasized that all the funds have already been raised, and that the project is complete except for the actual airing of the ads. He did not raise any issue regarding a White House lunch for the ad participants or for any contributors to the Foundation's campaign, nor did he suggest that there was anything additional he wanted the White House or the President to do.

I advised him that we would want to review the text of any proposed Presidential message both with respect to the press conference and the ad campaign itself. I noted that comments the President may make would at most relate to the virtues of the U.S. Government space program and attendant societal benefits, and that the President should not make any comments commending or reflecting upon the Foundation itself. Mr. Morrow advised that the Foundation is a 501 (c) (3) entity.

THE WHITE HOUSE

WASHINGTON

February 17, 1987

MEMORANDUM TO PETER WALLISON

FROM: KATHY OSBORNE

SUBJECT: DOUGLAS MORROW AND NASA PROGRAMS

The President talked to Douglas Morrow today on the phone and Mr. Morrow then called me to give me a list of celebrity names he and the President discussed. He hopes to have the initial press conference in the next 2 or 3 weeks and wants to have former Presidents Nixon and Carter. He wants to schedule teams for spots thereafter, and suggested to the President: Charlton Heston with Gloria Steinham, Gerald Ford with Walter Mondale or McGovern, Barry Goldwater and Jesse Jackson, Bill Buckley and Tip O'Neil, Frank Sinatra and Willie Nelson, Leonard Bernstein and Bruce Springstein, Bill Cosby and Tom Selleck, and Willie Shoemaker and Karem Abdul Jabar (sp.?).

He indicated that the President said he just wanted to run this by his legal department to make sure there was no problem in getting involved in this and that he (RR) would contact these people for Mr. Morrow.

I assume you will be hearing from the President soon about the above.

Kathy copy

AW Artists Management Co. Exec
not coded in RMR

NEW YORK
BEVERLY HILLS
NASHVILLE
LONDON
ROME
SYDNEY
MUNICH

463496

K.S.

WILLIAM MORRIS AGENCY, INC.
151 EL CAMINO DRIVE • BEVERLY HILLS, CA 90212 • (213) 274-7451

TALENT AGENCY
XXX
EST. 1966

Cable Address:
"WILLMORRIS"

NORMAN R. BROKAW
CO-CHAIRMAN OF THE BOARD

~~CONFIDENTIAL~~

March 3, 1987

DETERMINED TO BE AN
ADMINISTRATIVE MARKING
11 12956, Sec. 1.3(a)
BY NARA EOB Date 8/17/16

President Ronald Reagan
The White House
Washington, D.C. 20500

Dear Mr. President:

I wanted you to know that I appreciated receiving your recent call from Camp David and to learn of your interest in Bill Cosby for the Doug Morrow project.

Following our conversation, I contacted Doug Morrow. We spent an hour on the phone, followed by a two-hour meeting in my office. Doug and I have been friends for well over 35 years, and I have great respect for him. He previously mentioned his project to me last December when he was busy putting it together.

After my meeting with Doug I then reviewed, in great detail, with Bill Cosby the project and advised him of your personal interest in him to appear with Tom Sellick.

Following Bill's further consideration, he is regretfully passing on Doug Morrow's project, as he simply does not have the available time due to his numerous contractual and charitable commitments. Also, he is not looking for additional exposure.

A rare exception, in the past, was the filming of a spot for the FBI relative to "missing children". This feature is being seen daily on the FBI tour in Washington and, with Bill Cosby's permission, the same material is available through all FBI regional offices.

Mr. President, in closing, I want to thank you for your interest in Bill, and I'm sorry that it did not work out.

With my warm, best regards to both you and Nancy, I remain,

Sincerely,

NORMAN R. BROKAW

NRB:lp

THE WHITE HOUSE
CORRESPONDENCE TRACKING WORKSHEET

INCOMING

DATE RECEIVED: MARCH 10, 1987

NAME OF CORRESPONDENT: MR. NORMAN R. BROKAW

SUBJECT: REGRETS THAT BILL COSBY IS NOT AVAILABLE FOR
THE DOUG MORROW PROJECT DUE TO NUMEROUS
CONTRACTUAL AND CHARITABLE COMMITMENTS

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	87/03/10		/ /
REFERRAL NOTE:			/ /		/ /
REFERRAL NOTE:			/ /		/ /
REFERRAL NOTE:			/ /		/ /
REFERRAL NOTE:			/ /		/ /
REFERRAL NOTE:			/ /		/ /

COMMENTS:

ADDITIONAL CORRESPONDENTS: MEDIA:L INDIVIDUAL CODES: _____

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

- ```

*ACTION CODES: *DISPOSITION *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.

THE WHITE HOUSE

WASHINGTON

July 16, 1987

DOUG MORROW BINDER:

- Wants 5 minutes (one on one) with the President sometime next week.
- Wants the President to do a 90 second spot in the next 2 weeks for an August airing (draft statement enclosed -- needs work).
- Wants the White House to host a luncheon for the 22 celebrities and about 20 CEO's (I'm assuming large financial donators to the space project), the majority and minority leaders of the House and Senate, and leaders of legislative space committees -- totaling approximately 50 or 60 people.
  - Luncheon would end with 15 minutes of spots being shown, followed by remarks from the President (and probably Doug).
  - Asks for the President to either attend the entire luncheon or to do a drop by to view the spots and then give remarks.
  - Doug and the US Space Foundation volunteered to pay for the cost of the event .
- Since Cybil Shepherd has had to drop out, it's possible Doug wants to see the President alone to ask him to call another candidate for this slot (or to talk him into the luncheon).

DOUGLAS MORROW

July 13, 1987

Mr. President:

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Please...take the time to study this stuff. I'm sure you'll agree with me.

I'll be in D.C. next week and asked for 5 minutes with you any time that week. Look forward to seeing you.

As always, Margot joins me in affectionate regards to you and Nancy.

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DOUGLAS MORROW

July 13, 1987

Mr. Ken Duberstein  
The White House  
Washington, D.C. 20500

Dear Ken:

Although I realize your plate is full, I am not hesitant about adding this to it because I'm certain that, with your cooperation, this will help the President. That is my hope and I know it must be yours.

What with Iran/Contra, Persian Gulf, deficit, trade balance, Meese, Deaver, etc., etc., he is a beleaguered man.

Bluntly,- rightly or wrongly, directly or by association,- he's in a hell of a lot of trouble. He shouldn't be and doesn't deserve to be. But that's water under the bridge.

The project we're doing will not solve his problems. But it, and its ancillary offshoots, will significantly help him.

I'm well aware that you fellows are, diligently and necessarily, trying to help project him publicly in a hands-on leadership posture,- trying to demonstrate that, despite troubled waters, the President and the ship of state are resolutely moving ahead.

The concept is right, but--please forgive me-- I seriously question the substance. The reports I get from around the country indicate that it is not working. Despite the flags, balloons and cheers of the true believers,- and despite the President's valiant performance,- the much needed response from a broad cross-section is simply not happening.

And the reason is, I believe, because he is beating, if not a dead horse, a very lame one.

He is, by and large, right on the economic policy he is selling. But it is old hat. Line item veto, balanced budget amendment, Democrat-tax-and-spend, etc., however valid, have been on the plate for years. And, despite merit, are not "sexy" enough to distract constructively from all the other negative stuff floating around.

What I'm trying to say is that, currently, he appears to be on the defensive, instead of being on the offensive. But being on the offensive,- and I can't emphasize this too strongly,- does not have to be confrontational or adversarial. Instead, the perception should be broad and historic in scope and ecumenical in appeal.

An arms agreement with the Soviets is "sexy". And if it occurs this fall, as appears possible, this will help him.

The dawn of the Space Age (which is really where we are) and how it relates to America's future, the betterment of all its people and, indeed, people everywhere in the world---is "sexy".

The polls uniformly show that approximately 75% of the American people support the Space Program. And the President will benefit greatly if he can be perceived in the forefront of America's space effort,- looking ahead, as a leader should,- setting historic policy (Space Station and Mars),- and helping to bring the American people, of all persuasions, into his vision for the future and its benefits for all.

The project we're doing is a splendid opportunity for him to develop this constructive perception.

First, because he inspired it.

Second, because it is specifically targeted at the people, - male and female, black and white, liberal and conservative, Democrat and Republican,- and how space technology will benefit them and generations to come.

And third, because my mouth waters at the opportunity to associate the President with those involved in the presentation of this series.

We all know that much, if not all, of the President's difficulties are politically or ideologically triggered. This makes irresistible this invaluable chance for the President to acknowledge and express his appreciation to the participants for their coming together,- despite disparate or diametric persuasions, - in a pro bono effort for the benefit of all...Carter and Ford, Goldwater and Jackson, O'Neill and Buckley, Steinem and Heston, Goldberg and Hayes, etc., etc. He inspired the whole thing and we should make damn sure, without using a sledge hammer, that he gets credit for it.



In the past 6 months or so I have met literally hundreds of people in connection with the project. All, Republicans and Democrats alike, have expressed gratified surprise at our presentation. They have tried to heap praise upon me for "bringing people together".

In every instance I have said, "The presentation is praiseworthy. I wish I could take credit for it. But I can't. This was the President's idea. And I'm only trying to implement his concept".

Among Republicans, you can guess the reaction.

But it was the Democrats you should know about. In each case, there were raised eyebrows and a "Really?" And then, something like, "Didn't know he had it in him" or "Well, that's good to learn". There was always a positive, approving reaction, and no cynical wisecracks.

One of the most respected liberal Democrats, an acknowledged leader, said, "We disagree on so damn many things. But it's great there is something we can agree on and join hands on."

This must be pursued.

Since the Ad Council, which fanatically by charter avoids anything that is political, ideological, commercial or controversial, has categorized our project as a Major Campaign (a big plus), things have accelerated and time is now of the essence.

Attached is all the essential data you requested, plus a general schedule of things to be done.

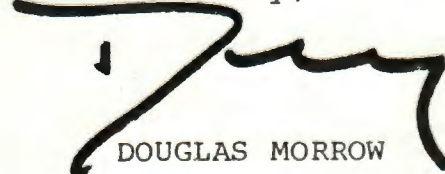
I will arrive in D.C. about 5PM, Monday, 7/20. Jefferson Hotel, 347-2200. Until then, at 213/245-0245.

Although I have NASA Council meetings on Tuesday and Wednesday, I can make myself available, as convenient to you, on those days or on Thursday and Friday.

Ken, I am absolutely certain that, with your cooperation, we can significantly help the President.

Best.

Sincerely,

A handwritten signature in black ink, appearing to read "Douglas Morrow". The signature is stylized with a large, sweeping initial "D" and a long, horizontal stroke extending to the right.

DOUGLAS MORROW



Mr. Robert Anderson  
Chairman of the Board and  
Chief Executive Officer  
Rockwell International Corporation  
600 Grant Street  
Pittsburgh, PA 15219

Mr. Thomas V. Jones  
Chairman of the Board and  
Chief Executive Officer  
Northrop Corporation  
1840 Century Park East  
Century City  
Los Angeles, CA 90067-2199

Mr. Stanley C. Pace  
Chairman of the Board and  
Chief Executive Officer  
General Dynamics Corporation  
Pierre Laclède Center  
St. Louis, MO 63105

Mr. Lawrence O. Kitchen  
Chairman and Chief Executive Officer  
Lockheed Corporation  
P. O. Box 551  
2555 N. Hollywood Way  
Burbank, CA 91520

Mr. Ruben F. Mettler  
Chairman of the Board and  
Chief Executive Officer  
TRW Incorporated  
1900 Richmond Road  
Cleveland, OH 44124

Mr. Donald B. Rassier  
President  
Ford Aerospace & Communications Corporation  
Box 43342  
300 Renaissance Center  
Detroit, MI 48243

Mr. Sanford N. McDonnell  
Chairman and Chief Executive Officer  
McDonnell Douglas Corporation  
P. O. Box 516  
St. Louis, MO 63166

Mr. Thomas G. Pownall  
Chairman and Chief Executive Officer  
Martin Marietta Corporation  
6801 Rockledge Drive  
Bethesda, MD 20817

Mr. T. A. Wilson  
Chairman and Chief Executive Officer  
The Boeing Company  
Box 3707  
Seattle, WA 98124

Mr. Roger B. Smith  
Chairman of the Board  
General Motors Corporation  
3044 W. Grand Boulevard  
Detroit, MI 48202

Mr. Roberto Goizueta  
Chairman of the Board and  
Chief Executive Officer  
The Coca Cola Company  
P. O. Drawer 1734  
Atlanta, GA 30301

Mr. John E. Swearingen  
Chairman and Chief Executive Officer  
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Collection Osborne, Kathy; Files

Series \_\_\_\_\_

File Folder Title/Casefile #/NSC # [The President - Spinoff Project] (2)

Box Number OA 10154

Description of Material:

~~1~~ Handwritten Reagan notes, n.d., 2p

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Collection: Historic Preservation File

Series: Osborne, Kathy

File Folder Title/Casefile #/NSC # [The President - Spinoff Project] (2)

Box Number: \_\_\_\_\_

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Date: 8/17/16

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COLLECTIONS



# IT'S LONELY AT THE TOP

John Madden<sup>OK</sup> - Chuck Yeager<sup>OK</sup>  
 George Steinbrenner<sup>OK</sup> - Billy Martin<sup>OK</sup>  
 Ciesley Tyson<sup>OK</sup> - Katherine Hepburn<sup>OK</sup>  
 Wilma Rudolph<sup>OK</sup> - Itzhak Perlman<sup>OK</sup>

213 456 2035 L.A.  
 C. Tyson<sup>OK</sup> 212 751 1520 N.Y.

right now  
 213-970-8061  
 In. Chuck Yeager

# BUT YOU EAT BETTER!

office number -

Nixon <sup>OK</sup> - Carter <sup>OK</sup>

~~B. J. ...~~  
~~701-822-1111~~  
~~301-822-1111~~

PRESERVATION COPY

THE WHITE HOUSE  
WASHINGTON

L. Bernstein  
any day possible

- <sup>OK</sup> Chuck Heston - Gloria Steinem <sup>OK</sup>
- <sup>OK</sup> Barry Goldwater - Jesse Jackson <sup>OK</sup>
- <sup>OK</sup> Wm. Buckley (Pat Buchanan) - Tip O'Neill <sup>OK</sup>
- <sup>OK</sup> Frank Sinatra - Willy Nelson <sup>OK</sup>
- <sup>OK</sup> Leonard Bernstein - Bruce Springsteen <sup>OK</sup>
- <sup>OK</sup> Bill Cosby - Tom Sellich <sup>OK</sup>
- <sup>OK</sup> Millicent Shelton - Karen Jalor <sup>OK</sup>
- <sup>OK</sup> Jerry Ford - Walter Mondale <sup>OK</sup>

NOW IN ARIZ.

- Barry Goldwater - Feb. ~~20, 21, 22~~ ~~301-222-1111~~  
7 days later in Calif.
- \* L. Bernstein - any day next week - Feb. 23 thru 28
- J. Carter - through W.H. Switzerland
- Gloria Steinem - Be back in this country next week.
- Tip O'Neill - Wash. D.C. & D.C. ~~301-222-1111~~
- Jesse Jackson - make his call through W.H. Switzerland
- Personal spots - hopefully in May
- Ann spots - hopefully in June
- Bill Cosby is getting info. from Agent Norman Bishop who is dealing directly with Doug W.
- Bill Buckley - Home until Wed. - thru Switzerland but he can be reached thru through his office in N.Y.

THE WHITE HOUSE  
WASHINGTON

Dottie:

We are waiting to complete calls to:

Bill Buckley (coming back from  
Switzerland this weekend -- will call  
RR at Camp David)

Jabar -- will call back

✓ Springstein -- will call back

Shoemaker -- will call back

Evidently RR wants us to call Doug  
Morrow and tell him phone numbers and  
dates people can be reached at those  
numbers. I suggested to RR that we  
give out the numbers he was given by  
the specific people, otherwise we  
would only give out office numbers.  
If Doug needs to reach anyone at their  
home number, he should go through the  
WH operator so we don't give out those  
unlisted numbers.

Kareem Abdul Jabar called back --  
suggested RR call him back after 2:00  
tomorrow (he has practice earlier).

Please give RR the note about Bill Cosby.



THE WHITE HOUSE  
WASHINGTON

KO needs current phone numbers for:

Leonard Bernstein - *Melba Opera*  
Bill Cosby - *a.c. N.Y.*  
Willie Shoemaker - *Julie*  
Gloria Steinam - *Ms. Mag.*  
Bruce Springstein - *a.c.*  
Willie Nelson - *a.c.*  
Kareem Abdul Jabbar - ~~*a.c. a.c.*~~ *a.c.*

THE WHITE HOUSE  
WASHINGTON

Bruce Springstein (on the road)  
Rep. is John Landau.  
Ask for Barbara Carr at (212) 355-6777

Willie Nelson (on the road)  
Rep. is Mark Rothbaum Assoc.  
Ask for Gay or Lisa at (203) 792-2400

Kareem Abdul Jabar (on the road)  
Rep. is Linda Walker at (213) 553-6666

*Press Conf. - next 2 or 3 weeks.*

*Produce spots in May.*

*Target date for spots -*

*1 June (optimistic) - to run*



# The Towers

THE  
WALDORF-ASTORIA  
NEW YORK 10022-9990

3/11

Dear Mr. President —

Things are moving ahead splendidly!  
If we can get Dolly Parton,  
we will have all the personalities  
we need.

Bill Cosby, Leonard Bernstein  
and Bruce Springsteen declined. But  
with Parton and all the others we  
will have what we need, with a  
little shifting of a couple of timings.  
And I am working that out now.  
Everyone is very excited about the  
impact of this project and, of course,  
it could not have been done without  
your above-and-beyond help, — for which  
I thank you!

Thought you'd be interested  
in the letter I received today from  
Pres. Nixon.

Love to you and Nancy.  
Tony



RICHARD NIXON  
March 5, 1987

26 FEDERAL PLAZA  
NEW YORK CITY

*Dear Mr. Morrow,*

While I have always been a strong proponent of America's space program, I was surprised and impressed by the full list of contributions our efforts in space make to man's scientific and medical knowledge. Most Americans are impressed by the drama of space flight. But when your educational effort is underway they will be even more impressed by the dramatic improvements our discoveries in space will mean for the quality of life on earth.

Your undertaking this effort is an extraordinary contribution to the welfare of all Americans and of all the people of the world. I endorse and support these efforts enthusiastically.

Sincerely,

*Richard Nixon*

Mr. Douglas Morrow



DOUGLAS MORROW

July 13, 1987

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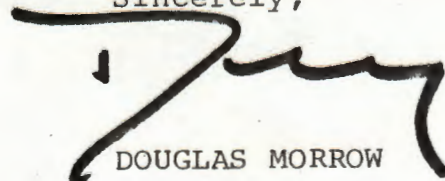
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DOUGLAS MORROW



Mr. Robert Anderson  
Chairman of the Board and  
Chief Executive Officer  
Rockwell International Corporation  
600 Grant Street  
Pittsburgh, PA 15219

Mr. Thomas V. Jones  
Chairman of the Board and  
Chief Executive Officer  
Northrop Corporation  
1840 Century Park East  
Century City  
Los Angeles, CA 90067-2199

Mr. Stanley C. Pace  
Chairman of the Board and  
Chief Executive Officer  
General Dynamics Corporation  
Pierre Laclede Center  
St. Louis, MO 63105

Mr. Lawrence O. Kitchen  
Chairman and Chief Executive Officer  
Lockheed Corporation  
P. O. Box 551  
2555 N. Hollywood Way  
Burbank, CA 91520

Mr. Ruben F. Mettler  
Chairman of the Board and  
Chief Executive Officer  
TRW Incorporated  
1900 Richmond Road  
Cleveland, OH 44124

Mr. Donald B. Rassier  
President  
Ford Aerospace & Communications Corporation  
Box 43342  
300 Renaissance Center  
Detroit, MI 48243

Mr. Sanford N. McDonnell  
Chairman and Chief Executive Officer  
McDonnell Douglas Corporation  
P. O. Box 516  
St. Louis, MO 63166

Mr. Thomas G. Pownall  
Chairman and Chief Executive Officer  
Martin Marietta Corporation  
6801 Rockledge Drive  
Bethesda, MD 20817

Mr. T. A. Wilson  
Chairman and Chief Executive Officer  
The Boeing Company  
Box 3707  
Seattle, WA 98124

Mr. Roger B. Smith  
Chairman of the Board  
General Motors Corporation  
3044 W. Grand Boulevard  
Detroit, MI 48202

Mr. Roberto Goizueta  
Chairman of the Board and  
Chief Executive Officer  
The Coca Cola Company  
P. O. Drawer 1734  
Atlanta, GA 30301

Mr. John E. Swearingen  
Chairman and Chief Executive Officer  
Continental Illinois National Bank  
231 South LaSalle Street  
Chicago, IL 60697 .

✓  
R. C. WINTERS  
NOV 12 1988

*to Bill T.  
(pls ~~keep~~ return copy  
of cover note.)*

Dear Bob:

Herewith the Space Foundation agreement. Hope you find it satisfactory. If you do, after running it through your shop, please return the executed letter and check to General Hill.

If you have any questions or want to discuss it further with me, I'll be at my regular number 245-0245 through Saturday 11/8.

As of Sunday evening 11/9 and through Friday 11/21 will be at Waldorf Towers in N.Y. From Saturday 11/22 through Tuesday 11/25 will be at Jefferson Hotel in D.C.

Am meeting with the President on Tuesday 11/25 to give him a progress report as to who's aboard. I hope you'll be.

I still would like to meet with you. You sound like a fellow I'd like to know better.

My best to you.







# UNITED STATES SPACE FOUNDATION

GENERAL JAMES E. HILL, USAF (RET)  
CHAIRMAN

RICHARD P. MACLEOD  
EXECUTIVE DIRECTOR

November 3, 1986 .

R. C. WINTERS  
NOV 12 1986

Mr. Robert C. Winters, Chairman-Elect  
Prudential Insurance Company  
Prudential Plaza  
Newark, New Jersey 07101

Dear Mr. Winters:

This LETTER OF AGREEMENT, signed by your company, and by the United States Space Foundation, acknowledges your commitment to and participation in the SPACE PROGRAM SPINOFF PROJECT, which project was proposed to you and described by President Reagan in his letter of September 11, 1986.

In follow-up to the President's letter, which was presented to you by Douglas Morrow, Morrow has further explained to you that, through an ad hoc consortium of a cross-section of major American businesses \$1,000,000.00 will be raised to fund the production of 10-15 public services television and radio announcements implementing the President's desire to disseminate to the public, the media and Congress, knowledge of the wide-ranging technological spinoffs from the Space Program that are beneficially affecting, and will increasingly affect, the welfare and quality of life for all humankind, in this country and throughout the world.

Each aerospace company participating in the project will contribute \$75,000.00.

Each participating non-aerospace company will contribute \$50,000.00.

All contributions will be made to the U.S. Space Foundation, a Washington, D.C. non-profit corporation holding IRS 501(c)(3) status, and deposited in an interest-bearing trust account separate from all other Foundation funds and held by the Foundation under the following restrictions:

- I. Interest from the Spinoff Project trust account may be used to reimburse actual documented out-of-pocket expenses--travel, hotel, phone, postage, etc.--incurred in organizing the project.

Page Two  
November 3, 1986

- II. The contributed principle in the account may not be drawn upon until the following conditions have been met and confirmed to each of the contributing companies:
  - A. The consortium of companies has been organized and all contributions deposited.
  - B. The teams of public figure and celebrity hosts (one team of two for each spot) have been committed.
  - C. The major television and radio networks have committed their networks and affiliated stations to airing the public service announcements.
- III. There will be no payroll in connection with this project. No one associated with the project will be paid from funds raised for the project and deposited to the separate trust account. The paid staff of the United States Space Foundation will continue to be paid by the Foundation from separate funds. The contributed capital in the trust account will be used solely for the production and distribution of the public service announcements.
- IV. Each withdrawal from the Spinoff Project trust account, for the production and/or distribution of the public service announcements, will be approved and authorized in writing by both General James E. Hill, Chairman of the Foundation, and Douglas Morrow.
- V. It is anticipated that the number of companies agreeing to participate in the project will, with their respective contributions, exceed the \$1,000,000.00 target. If and when that occurs, each participating company will receive back from the Foundation, on a pro rata basis, some percentage of its original contribution so that the capital account will not exceed \$1,000,000.00.

Page Three  
November 3, 1986

- VI. It is further anticipated that some portion of the work necessary to produce and distribute the public service announcements may be done by the contracting suppliers on a cost or pro bono basis. If this occurs and results in a final cost to the project of less than \$1,000,000.00, the difference will be distributed back to the participating companies on a pro rata basis. In no event will the cost exceed \$1,000,000.00.
- VII. No changes of substance in the provisions of this agreement will be effectuated unless and until each company is notified of a proposed change by General James E. Hill and/or Douglas Morrow and approval for such change granted by each company.
- VIII. The Board of the United States Space Foundation has authorized Foundation participation in the SPACE PROGRAM SPINOFF PROJECT as described herein.
- IX. By signature below, accompanied by your contribution of \$50,000.00 to the order of the U.S. Space Foundation Spinoff Trust Account, both parties acknowledge acceptance of this LETTER OF AGREEMENT.

Accepted By:

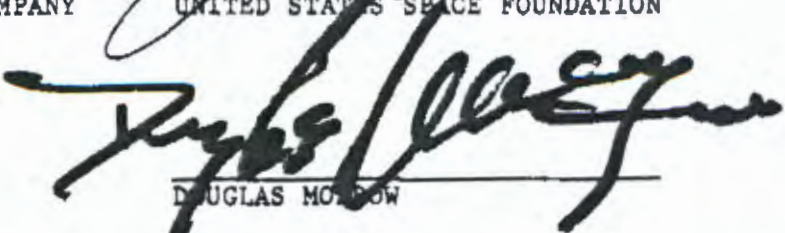
Sincerely,

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Robert C. Winters, Chairman-Elect  
PRUDENTIAL INSURANCE COMPANY



General James E. Hill, Chairman  
UNITED STATES SPACE FOUNDATION




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DOUGLAS MORROW