My pal Paul Brondis and I graduated from Harvard Law School. We hadn't taken the bar exam; we proceeded to do that. And the following morning we got in his little Karmann Ghia and drove west to Los Angeles to watch our hero, John Kennedy get the nomination. And in those days it was very loose and very easy: not a lot of security. We were all over the convention, roaming, around talking to Mrs. Roosevelt, talking to Walter Ruther of the UAW. We really had had a wonderful time. The only problem was that at that time Los Angeles had smog so bad that you felt like you were living in a toxic stew. So even though we loved the convention we couldn't wait to get out of Los Angeles.

I had never given it a moment's thought. I was very – worked very hard on my reelection campaign, did exceedingly well pretty much privately decided that the third term would be the last, but I had some things that I wanted to do that I hadn't been able to do in my second term and I was very focused on doing them. And then the Iran-Contra scandal hit. And I was as appalled as anybody by what was going on. I mean here was the President of the United States – President and Vice President of the United States, lying to the American people; their staff shredding docs in the basement of the White House. Breaking the law, by the way. Because what they were doing clearly violated congressional restrictions on a number of things, including the transfer of weapons to Iran. At the same time, by the way that we were helping Sadaam Hussein as he gassed some of his Kurdish citizens, and American delegations visited Sadaam Hussein, and the American ambassador - I assume on instructions from the State Department -told them that we had "no security interest" in Kuwait – 2 weeks before we invaded. I mean that was the scene.

And the more we heard about this — I was very unhappy with the administration's position on Nicaragua anyway - financing the Contras who by the way, never won a single military engagement even though we were pouring money into them - this so called rebel force, made up largely of Samosa national guard officers who had been working for this dictator before he was overthrown. And of course the reason that the Contras never won a single military engagement was because the Sandinistas had thoroughly infiltrated the Contras. Three of their top military commanders were Sandinistas and none of them knew the other two were. And in fact the had infiltrated our CIA operation as well. So they knew everything was going on. In any event, I thought the whole thing was terrible. And by the way, another serious violation of law because it was a violation of the OAS

charter of the Rio Treaty, which says you cant interfere directly or indirectly in the internal affairs of another member state and we in fact were doing so and doing so quite brazenly. That's the first time I ever thought at all seriously about running for the Presidency.

Well if you look at it from a broad national sense, a lot of people say, "this is ridiculous, they start in lowa and New Hampshire - neither of those states is a particularly accurate reflection of the rest of the country. But that's how its been historically, how its started and both states fight like crazy so that nobody takes it away from them and since the candidates all don't want to antagonize these states, we all do lowa and New Hampshire. Now, as we know from history, losing in one of those state doesn't necessarily mean anything because a lot of candidates have lost lowa, lost New Hampshire, and gone on to win the nomination. But at least for a guy like me who was relatively unknown in the rest of the country, lowa is important. And as I pointed out, New Hampshire is a must-win if you happen to be a new Englander.

And in point of fact, there's some logic in this. Because you have to spend a lot of time in Iowa, a lot of time in New Hampshire. New Hampshire was kind of an extension of Massachusetts in terms of the folks I was appealing to. In fact there's so many Massachusetts people up there that I predicted at the time it would go democratic sooner or later, and it has, at least temporarily. But Iowa was new. And by the way, wonderful. You're out there 6 or 7 events a day campaigning at the grassroots as intensely as you possibly can. I was in every one of the 99 counties, Kitty was in 75. We cut a cake when I hit the 99th. And you learn a lot - because you're not up making speeches in telepromters, you're in rooms of 40 to 50 people. And they take their responsibility very seriously as caucus goers, and of course it's a caucus state.

We had hoped to win second place and we figured that Dick Gephardt probably would take it, and of course Paul Simon was from Illinois, next door as well. And at the 11th hour, the Des Moines register endorsed Paul Simon, which I think had something to do with the fact that he kind of went by me. And we ended up, it think 26-24-22, I can't remember what the numbers were. So it was close, but very disappointing. So Kitty and I are in this room in the hotel there are lots of people gathering downstairs for what was going to be my post caucus statement. And you could've cut the glom in the room with a knife. Because we had worked our heads off, not just

myself but there were some great people in lowa who had really busted their backs in this thing, and we had finished third. And the discussion went on, "do you have to go negative?" I'm not going to go negative, if I have to go negative, I'm going back to the state house and that's the end of the campaign. I'm not good it." "Well you're going to be in trouble in New Hampshire, so on so forth." And this went on for about a half an hour, 40 minutes. And finally I said "Look we're not getting anywhere, and there are 500 people whore going to be downstairs and the American people are gonna be getting a good look at Mike Dukakis for the first time in large numbers. So what do you want me to say?" And nobody really had anything that seemed to me to be impressive until Marty Kaplan was then Susan Estrogen's husband and a pretty good wordsmith said "well you know it's an Olympic year as the presidential year always is. You didn't win the gold but you won the bronze." I said, "Thank you very much, let's go downstairs." The rest of this crowd is like, what's the hell is this guy gonna do? So I went downstairs probably the best sound byte of the entire campaign. And I got up and I said, "Thank you to the people of lowa worked so hard for me. Tonight we won the bronze, next week we win the gold in New Hampshire!" And the following week, kitty was putting a gold medal around my neck in Manchester, New Hampshire. That's one way of snatching victory from the jaws of defeat.

Well it was interesting. Made the decision that evening and then of course I wanted to notify – first had to notify Bentsen and confirm the fact that he was willing to do it. So I called him at around 11pm. And the word was around that I was about to make a decision, so the phones of these folks were buzzing, and he had finally decided to take the phone off the hook so I couldn't get through to him. And called him at 6, 6:15 in the morning, to ask him. He said "I'm honored, I'm flattered, so forth... I want to talk to B.A. [his wife], I'll get back to you right away." And he did and he said "I'll do it." I said "tell me who on your staff we ought to get in touch with because we want to get you up here and announce this at Faneuil Hall in Boston at noontime." Which we did. But in the meantime it meant I couldn't get in touch with some of the other folks. And I wanted to notify Gore, Glenn Gephardt and Jesse Jackson. Now, Jesse was on a plane because I had to delay the call because I had to confirm that the guy that I wanted as my running mate that was willing to do it. And he was very offended when he got of the plane someplace at around 8:30 and they told him that its Bentsen. But I didn't happen to catch two of the others until later in the day. So, no offense intended but I had to confirm with my choice that he wanted

to do it, otherwise we would've had a real fiasco on our hands. But Lloyd came up and we hit it off from the beginning and he was a wonderful running mate. And frankly, if I had to do it over again -because remember, he had beaten George H.W. Bush for the United States Senate in Texas, decisively. Knew all about him. I think we'd have taken Monday off and had him, and me, and our top people meet every Monday to reflect and kind of review where we were and to pick his brain, strategically. He and I spent too much time running around and not enough time conferring together and that was more my fault - it was all my fault as a matter of fact - rather than his and I think one of the mistakes I made in that campaign was not consulting with him on a regular basis in a setting where we could really have good discussions about how to do this and where to go and so forth. But he was a great candidate, he did a terrific job, I mean his debate with Quayle, I mean he wiped him out. I can't say enough for him; So he was the right choice for me, I don't think there's any question about it.

My big mistake, obviously, was in making the decision - and it was my decision - that I'd simply not respond to the Bush attack campaign. And if you ask me in retrospect why I did it in retrospect, I can't tell you, because it was obviously a terrible mistake. But I thought the country was tired of the kind of polarization we'd had under Reagan, I'd run a very positive campaign in the primary, successfully. And I thought that's what people were looking for, and I think they were in many was. I mean I think the positive, optimistic candidate always has an edge. But the lesson of '88 was that you better be ready for an attack campaign. I mean these days, there's no question about it. I mean Romney's been trashing Obama for two years. But you better have a carefully thought out strategy for dealing with the attack campaign, preferably one that turns it into a character issue on the guy who's doing it. Easier said than done, but very important. And I simply said I'm not going to do it. Now I was not alone. Mario Cuomo, who's smart guy politically, said to me "Look, this Bush stuff, I don't think it's going to mean anything." And four days before the final, we were campaigning together in Queens, New York and he said to me, "that's the worst advice I ever gave you." But it wasn't his fault I mean I made this decision. And nobody will do that again. And in point of fact, four years later when BC ran he had a unit in his campaign and all they did was deal with the Bush attack campaign, which quite frankly was even tougher on Clinton - people don't remember this - than it was on me, but the difference is he was ready for it. And these guys called themselves the Defense Department and that's all they did.

I did something no one had done before; I didn't go onto the platform directly; I came in from the side and walked through the crowd of delegates to get to the platform. Which was new and a little different and added to the excitement of things. And so it was a great night in many, many ways.

Governor Clinton gave the nominating speech, also at my request. And everybody says it was too long, and all that kind of stuff. Well he showed us the script of the speech and we all looked at it said, "Yeah it looks good." But it was too long, and people got impatient and started stamping on the floor and all this kind of stuff. And it was one of the few times that I saw Bill Clinton a little off his feet because of this. But he's a remarkable guy in so many ways. And when he announced for the presidency in '91, and it was in the fall of '91, he went on Jonny Carson and Carson said, "Why are you running?" And Clinton said, "Because I want to finish my speech for Dukakis."

I think the money thing is terrible. I thought actually in '08 that Barack Obama had demonstrated you didn't have to go to special interests. He raised \$400 million from 4 million Americans many of whom he then turned into grassroots campaigners. Perfect, wonderful, exactly what you want. But look at it now. I mean KR and company are raising millions and millions and millions of dollars. I mean here's a guy who was one of the architects of the biggest economic mess ever created by an administration and what's he doing? Raising corporate money in the millions to attack Obama. But it was a terrible decision. And we've got to reverse that.

I started out wanting to run a 50 state campaign I think I was in in just about every one of the fifty states, if I wasn't, Kitty was there. I don't think I made Alaska, and I don't think I made Hawaii. But nevertheless with several weeks to go you end up with candidates who basically go from Michigan to Ohio to Pennsylvania to North Carolina to Missouri, back to Michigan, maybe out to Nevada over to Colorado. I mean we're talking about eight states. And the rest of us never see the campaign; really have no idea what's going on out there. And particularly this time, millions and millions of special interest dollars are going to be poured into these states, mostly for attack campaigns. And if that's what the American people want, good luck to them. But I don't think they want that.