

February 25, 1965

**MEMORANDUM FOR RECORD**

Recording events that took place on the afternoon of 24 February during the closing hours of the meeting chaired by Dr. Land. At approximately 5:00 P.M., I received a message from Colonel Worthman reporting that Mr. Levison of ITEK wished to talk to me at once. I called Mr. Levison. He said that the ITEK Corporation had made a Corporate decision that he thought might be of importance to the deliberations then going on with Dr. Land's Committee. He asked that he be given an opportunity to speak to me and to Dr. Land privately. I urged him to come to Dr. Land's office at once. Dr. Land's secretary arranged for the use of a private room and Dr. Land and I met Mr. Levison and Mr. John Wolf in this room at about 6:00 P.M. Mr. Levison stated that he had a Corporate decision to report to us and wished to make some preparatory remarks first. He said that he wished to make clear that the decision ITEK had made was a considered Corporate decision, that it was not politically motivated, that ITEK had no intention of seeking favor or special treatment of any kind as a result of this decision. He then said that that afternoon he, Mr. Lindsay, Mr. Philbrick and other members of the ITEK management, some of whom he named, had decided that they would not accept from the CIA any follow-on development contract to their present contract on FULCRUM. He said that he was not sure what the legal and moral obligations of ITEK were in respect to a proposal now before the CIA to continue the present FULCRUM effort for 30 days more.

He said that this decision had been arrived at at approximately 4:00 P.M., that Mr. Lindsay had immediately tried to telephone Mr. McCone. Mr. Lindsay had been unable to reach Mr. McCone by telephone, but had communicated the substance of this decision to Mr. Bross at the time of his call, i.e., approximately 4:00 P.M. He further said that Mr. Lindsay and Mr. Philbrick were already on their way to Washington with the hope of seeing Mr. McCone personally during the evening.

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Subsequent discussion brought out a number of circumstances surrounding the ITEK decision. Some of the significant points made by Mr. Levison and Mr. Wolf were the following.

1. ITEK felt that they could not maintain their "technical integrity" if they undertook a development project for FULCRUM with as little technical control over the project as they had been allowed during the work up to this time.

2. ITEK felt that the rotating optical bar technique to be used in FULCRUM could not be justified unless there was a firm requirement for scan angles of 120° or more. ITEK had on a number of occasions expressed this judgment to the CIA, at least once in writing in a letter from Mr. Levison to Dr. Wheelon, approximately 3 February. (This was the only specific citation of a written demur on this subject made in the conversation. The statement was made that other correspondence had also raised the same question.)

3. John Wolf stated that at a meeting at which all of the associate contractors were represented, he had pointed out that ITEK believed that the rotating optical bar could not be justified unless the CIA validated a firm requirement for 120° scan. In response, Dr. Wheelon had successively queried Mr. Maxey, Mr. Derks and one other member of the CIA staff whether "at any time, either verbally or in writing, they had stated to ITEK a requirement for 120° scan." All three of these people addressed individually with this question replied, "no". A fourth member of the CIA staff who entered the room during this conversation was also queried. He pointed out that the requirement for the 120° scan was stated in the ITEK contract.

4. Reference was also made to the fact that Mr. Derks, on the 23d of February, had specifically stated that the CIA was considering both 120° scan and 90° scan angles.

5. Mr. Levison stated that in June of 1964, Mr. Philbrick had asked Dr. Wheelon for permission to brief me on the FULCRUM project. He stated that this permission was denied protem and that several other requests during the summer were also denied. He said that in August, Dr. Wheelon had finally told Mr. Philbrick that Dr. Wheelon would be the point of contact between ITEK and me on the FULCRUM project.

6. It was brought out that ITEK had never been given any information from the associate contractors working on alternate film drives or alternate camera concepts. At this point I stated that I had never received any written technical information on the FULCRUM project except some copies of briefing charts that were used in Mr. Maxey's briefing to me in August 1964.

I pointed out at one time that in my judgment the NRO could never function effectively as long as people of the character, and sharing the attitudes, of some of those who had been promoting FULCRUM were in a position to interfere with the conduct of the National Reconnaissance Program.

I reminded Mr. Levison of the meeting that I had with him in my office during the preceding week, at which time I had told him that I felt that technically the Eastman Kodak general search proposal was more satisfactory than either of those being pursued by ITEK, but that I felt that it was important that the ITEK pancake idea be pursued further to be sure we were not overlooking important values and to be sure that we had a backup should any difficulties develop in the Eastman approach. Mr. Levison agreed that our conversation had covered these points and reminded me that he had disagreed with my technical judgment at the time and that he still disagreed. I noted that I had told him then, was repeating now, that it was precisely because I respected his disagreement that I felt the ITEK should continue. I pointed out, but not in connection of this exchange of remarks, that if ITEK did not continue work on FULCRUM a number of highly competent people could be made available to support a more vigorous effort on the ITEK pancake concept. I found on occasion during the meeting to state that I had always been impressed by the personal courage and integrity of Mr. Levison, Mr. Wolf, and that the events of the moment confirmed that impression.

Dr. Land raised a general question as to how we could be sure that the competence and resources of ITEK were preserved and made best use of by the Government. I said that I felt there were a number of things very important to do including further work on general search systems to which ITEK could contribute effectively, but no details were discussed. There

was some discussion of the manner in which ITEK's announcement would be made available to Dr. Land's panel, one of the principal questions being whether Mr. Lindsay's call to John Bross should be considered adequate prior notice to the CIA, freeing Mr. Levison to report to Dr. Land and me and, in turn, freeing Dr. Land to speak to the panel. Mr. Levison stated that it was with the full knowledge of all of the Corporate Officers who participated in this decision, that he was coming to Dr. Land and me and that he personally felt and believed that Mr. Lindsay so felt also, that Mr. Lindsay's effort to reach Mr. McCone constituted adequate prior information to the CIA and that as far as Mr. Levison was concerned, we were further to use this information. The discussion closed at approximately 7:00 P.M.

At least twice during the discussions, Mr. Levison stated that it was ITEK's considered judgment that the decision to withdraw from FULCRIM was in their best Corporate interest and that it was his personal judgment that it was indeed in the Government's best interest. In elaborating on the Corporation interest, he noted that if ITEK were to undertake a development on FULCRIM, they, as a Corporation, would be held responsible for the outcome and that he did not feel that they could accept this responsibility without greater freedom for technical decisions than they had been given during the study phase.

Several technical difficulties that might develop in the FULCRIM system were discussed during the meeting. John Wolf emphasized the severe effects on vehicle motions that would result from even slight amounts of unbalance in the large rotating parts. In particular, he noted that an eccentricity of one inch in the balance of a reel of film would probably be catastrophic in the present design. Reference was made to details on this point provided during Tuesday's briefings. Mr. Wolf pointed out that the eccentricity of .003 inches, cited in the Tuesday briefing, was the result of one measurement of one reel of film.

Early in the discussions, Mr. Levison recited in some detail the dialogue between him and Mr. McCone that took place after he and Mr. Harther had briefed Mr. McCone and Mr. Vance on their pancake system on 2 February. He noted that at that time he had

stated that the preference for FULCRUM or the pancake depended on exactly what requirements were levied and, in particular, he recalled that he had been cited a requirement for a 4-day search as being one of those that led to the FULCRUM configuration. He recalled further that Mr. McCone had emphasized ITEK's five-years experience with general search systems and had asked whether using this experience, irrespective of requirements, they would choose the FULCRUM approach. Mr. Levison noted that he had declined to answer that question, and identified it to Dr. Land and me as "a request for an oath of loyalty". He cited this conversation as the reason for the letter from him to Dr. Wheelon, noted earlier. He stated that no answer to that letter had been received. Mr. Wolf went on to say that he had, soon thereafter, had a conversation with Mr. Maxey in which the latter had denied that any requirement for search in 4-days had been levied upon ITEK.

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