

## American Industry Restructuring (AIR)

### Existing Industries

*“We the People — do not owe any company, corporation or industry  
a profit or even its continued existence,  
if it would come at the expense of our People and our Society”*

*“Therefore, let the domestic battle lines be drawn”*

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### Introduction

Those lines simply state where We the People find ourselves today relative to certain business entities and their self-serving perpetrators. Certain grave situations will either now be resolved to the Common Good of our citizens and American society, or our economy and indeed the Democratic way of life that we older Americans have known and that we desire for other children that are adults today, will cease to exist. And none of us will want to live in the society that will remain.

All of the other changes written about in An American Agenda and this entire book could be accepted and implemented, but if these and similarly avoidable dysfunctional components of America’s National System are not realistically “dealt with” – then, We will watch as the Great American Experiment fails around us.

And it will fail because We the People – the adult American citizens of 2008 (me included) were not worthy of the Challenge. Any questions?

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That was not intended to be dramatic, since it fairly describes our reality. If you thought what we have reviewed already was aggressive or intense at times, this my fellow Americans is where the discussions really begin and the heavy lifting starts! And I mean that with all due sincerity and my great love for our country.

I am sitting here on Tuesday morning, November 6, 2007 and it is 6:36am. The draft of what remains of Part 3 – this lengthy Introduction, the six (6) crucial Industry proposals, and the Closing of An American Agenda, a 50-odd page draft Word document sits here. Yesterday I received the first 264 pages of CS2 back from the publisher to be proofed and it was absolutely wonderful to see. It contained Parts 1, 2, and more than half of Part 3. I have already forwarded Part 4

and 90% of Part 5, including the Closing of this book to the publisher and it is being prepped. Therefore, I have already written the end of CS2! The remaining piece of Part 5 on the 2006 and 2008 Elections, the last data research that will be needed, and the final proofing of the manuscript will be somewhat tedious to work through. However, it will be encouraging because it will mean the end is drawing near — time is so very, very critical.

And now I and We come to this. *It is all together fitting* that these proposals are near the heart of CS2.

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### **The Challenges**

*My challenge* in presenting this Introduction, the six (6) Industry proposals and the admittedly radical, yet publicly, practical concepts upon which they are based, is to be writing as Thomas Paine would put down his common sense reasoning — with his radical, yet logical determination. That is my solemn challenge.

Paine's primary attack in *Common Sense* was on the roots of the Old World Order that the colonists suffered under. He wrote, "we shall find them to be in the remains of two ancient tyrannies." The first being, "the remains of monarchial tyranny in the person of the king" and secondly, "the remains of aristocratical tyranny in the persons of the peers."

He was speaking against the ancient hereditary power of Kings and Queens, and those around them with wealth and absolute power over the people, the peasants — that was deliberately passed down from one generation to the next. Power passed down, and cruelly if needed in order to insure the status quo of the Few retaining that absolute power over the fate of the Many and control over their quality of Life.

The American colonists were required to use a bloody war to correct that power imbalance, while not that many years later the French peasants used the guillotine to adjust theirs!

In these next pages that are undoubtedly the hardest to develop and write, this common sense literary attack (by the pen) will be against the similar and growing heredity of Power and Influence over the fate of the We the Many and the very quality of our Life. The Power and Influence of an un-elected group of industries, individuals, and enterprises — that with each decade since the 1950's

have worked to increase its dominance in all facets of American business and government. These are “un-elected entities” that are continuously seeking Authority over the National System, without acknowledging or accepting Responsibility for the Common Good of our people, our society, and our economy — to say nothing about the threatened environment.

I determined that this group of critical industries would serve quite well to focus our nation’s critical problem-solving energies. The publicly, rational restructuring of these industries could have productive side-effects throughout the National System. It could well cause an economic chain-reaction as the concepts applied to this high-visibility industries are applied in other businesses and industries – by voluntary action of their existing management and/or by stockholder dictate at future shareholder meetings. That is another goal of the AIR Program, to have American businesses freely adopt some of proposed operational Changes into their enterprise and promote its benefits within their community. It would be an economic revolution in America.

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*Your challenge*, my fellow American citizen in reviewing these pages, is to *objectively* consider these sincerely prepared words and the common sense of these deliberate and admittedly radical Changes to these National Infrastructure Industries.

To guard against the normal human responses that say – that could never happen – or this guy must be dreaming or crazy – or there is no use in trying because they would never let us do that. Those are typical reactions that We common people have had throughout history. That is until they have had enough – and then Change happens and too often violence was the path taken to correct the abuses they had suffered under.

I observe that the American public, the Silent Majority now finds itself at, if not well beyond the point of total frustration. I know this from the reaction I receive from folks regarding the content of these 27 proposals.

In the early 1980’s when I was first presenting the National Drug Reform (NDR) proposal to people containing the full legalization of marijuana and the aggressive application of the Death Penalty against those that of their own free will decide to continue selling hard drugs — those are the typical human responses that came back to me. They were not necessarily against what they were hearing, but “they will never allow that to happen – or they will not let us do that” was a usual reaction.

However, as the 80’s passed through the 90’s, people’s frustration with the failed National Drug Policy changed and their attitudes toward the need for real,

national Change did as well. The general public's awareness that such a long-standing problem (in this case Drug Policy) could be fixed, but was deliberately not being fixed by our elected leadership due to Special Interest lobbying control over Congress, was overcoming their natural hesitance toward challenging the government. Over the years the typical person's perspective had evolved — to how soon we could implement something like the NDR Proposal.

At the end of 2007, the whole Congress had “earned” a public Approval rating scraping bottom at around 11% or as it should be presented – their Disapproval rating has climbed to 89%. Another session of the House and Senate have earned the combined title of a “do nothing” Congress. Which means they are doing little to nothing to secure the Common Good, but are working so diligently to Preserve, Protect, and Defend the status quo that the Few desire.

The result for the American public is that our society and the economy that most of us must live in, only continues to degrade and the status of the line items on the public's Grievance List grows worse and new issues are added.

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*Our challenge*, therefore, is to prepare for the domestic battle of our lifetime. CS2 in general, and An American Agenda in particular are presented to help clarify where we really are today and what we can really begin do about it – and now!

The remaining content of Part 3 will first test our individual imagination and then our collective resolve in wrestling away and securing control over our national destiny — rather than remaining the mere pawns and peasants of the self-serving Few as they continue to orchestrate and decide it for us...

### **Are Now Challenged**

CS2 is calling upon Americans to join in the final battle for control over America's National System. To confront the negative ways that our country *really works today* – and insure that *our Common Will dictates* the positive ways it shall *really work tomorrow*!

Our national ancestors stood and fought against a few thousand years of governmental tyranny and established a form of government intended and designed to serve the Common Good of the Masses instead of the pleasure of the Few.

As is mentioned a few times in CS2, the other side of the *Sword of Tyranny* still remains to be dulled.

We the People are now challenged to bring about a Democratic Economic System designed to benefit the Common Good of us all. A fair and balanced system that is designed under the Rights granted to us by our U.S. Constitution. It will be a binding, economic reconciliation and revolution that will directly confront the “natural evolution” of a Have/Have-Not society that is the cruel norm in too many countries, and is aggressively working to control all aspects of American society.

We cannot – We will not allow this to continue. It is nothing less than an Economic Reformation that is at the Democratic heart and soul of our Second and Final American Revolution. Yes, We the People are *now challenged* to confront the excessive power gained by the Kings and Queens of Industry, along with their campaign funded ministers now serving in the United States Congress, and the all too cooperative current inhabitant of the White House and his side-kick.

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Many will initially question how We can demand such radical (though publicly practical) Changes to corporate entities, thinking what Power do We have to direct such Industry restructurings? Our short answer is because it is Our nation, it is not owned by the Few, the Oil Industry, the Defense Industry, or the Bankers for a few prime examples. We the People are to rule America, not be ruled as some certainly appear to believe!

The fed-up American colonists told the King what Changes they required via the *Declaration of Independence* and asserted the military Power required to make it happen — thus creating their nation, the *U.S. Constitution*, and the *U.S. Bill of Rights*.

Today, We the People are declaring that certain Irresponsible Entities will no longer be allowed to exert selfish influence over the Common Good. We too, will assert the necessary electoral muscle and submit the legislative Dictates designed to adjust the National System imbalances, and all under the legal umbrella of the U.S. Constitution that the Founders intentionally provided for us in order to deal with such wrong conditions. We will also reclaim the *U.S. Bill of Rights* as our own and restore its Honor from the damage done under Bush II.

Thanks to the U.S. Constitution that our national ancestors so thoughtfully provided for us, We the People of today will not be required to fire a single shot to successfully conduct our historical revolution!

And to be *crystal clear*, thus far several difficult public problems and their workable solutions have already been presented for your consideration in CS2.

However, *none of them* are as volatile, or as required in order to secure the nation's future than those that will initiate and bring to a successful conclusion the binding reconciliation between:

- Business and Industry Interests
- The Un-elected Politically Powerful
- The Common Good

And the Common Good of our citizens and American society shall prevail!

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## The Big Picture

### Why Implement the AIR Program

There are two (2) overriding and fully justifiable reasons — not excuses — why this initial set of six industries and others will be required to corporately suffer the mandatory AIR Program Reorganization process. Overall, the Plain Truth *reality* is that the entire U.S. economy — the engine that drives our National System — needs to be prudently over-hauled and soon — as in yesterday!

First, the necessary re-restructuring of key components of the economic mechanism that drives our National System *cannot be a voluntary exercise for business and Industry. Or it will never be accomplished!*

Second, We must confront and “put away” the foolish concept and the national fraud of the “eternal growth” economic model — the myth — that was born in the late 1940's and early 1950's. Then We must move the National System rapidly into a practical and realistic “eternal maintenance” economic model that will carry us ALL into a viable and controllable future.

I have been thinking about writing that down for a long time.

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### The Re-Structuring of Business and Industry Cannot be Voluntarily

*“It is always easier to expand then contract”*

That simple analogy realistically applies whether we are talking about the

right-sizing the National System from unrealistic economic growth expectations – or, drawing-in our own waistlines! The required prudent adjustments in practical expectations and day-to-day routine must be made in order to avoid undesirable results.

*In the first case* the economy needs to be deliberately and with absolute, pre-meditated planning be prudently re-tooled, or it will be driven right of the cliff – it is already being pushed toward the breaking point into a clear Recession, if not into a Crash and Depression. That destructive, economic cycle is historically well-documented and “those that do not learn from the lessons of the history, are doomed to repeat them”. It is time to deliberately recognize, acknowledge, and break the cycle — or it will be the end of us!

*In the second case* that many of us can directly relate to, it is to acknowledge that our somewhat lax, free-will habits of personal consumption (food, drink, smoking, etc.) having not been offset with a proper balance of exercise results in us carrying excess weight, causing stress on our overall physical condition. Often that imbalance manifests itself in various self-abuse illnesses, diabetes, lung cancer, emphysema, heart disease, or an ever-loving heart attack! And none of those ills happen to involve *illegal* drug use!

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*The first case* of course is of collective importance and the necessity of the pre-meditated planning for the prudent re-tooling of our economy is what this Introduction and the six (6) proposals are all about.

*The second case* is of individual importance and is touched upon in Proposal 16 — Physical Fitness of Our Children. Increased concern about our personal health will be a natural by-product the implementing National Health Care Insurance for ALL Americans. Once we know we are all footing the bill for our individual and collective health, we will naturally begin to expect each other to take a bit better care of ourselves. Civil Responsibility as applied to personal health. What a concept!

That increased public awareness of our health, is not what the Medical Health Industry (in their private moments) wants us to be concerned with. Face it. The industry is structured to fix us when we break or are in the process of breaking down. They do not make their money on keeping us healthy.

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*In the first case* – in extreme situations like where our National System finds itself today, the management that is driving it must be removed before they irresponsibly drive the economy (and the environment) head-on into a Wall!

Rational people with an objective sense of the Big Picture must *step forward* and take charge to properly remedy the situation to avoid certain national disaster.

*In the second case* – although other people and society in general can challenge an individual to improve their health, each person decides what they will or won't do about their health.

*Overall*, individuals must have authority over and take responsibility for their personal destiny. However, self-serving individuals cannot be allowed to make decisions that have far reaching, potentially damaging, if not catastrophic consequences over the fate of other people, businesses, industries, the nation, or the global environment.

No one ever has, or ever will be granted that level of authority, at least not in our Democratic society!

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### **“Our” Dysfunctional National Infrastructure Industries**

The AIR proposals focus on a group of industries that are in some unavoidable manner woven into our economic system and impact the lives of virtually every American, each family, and other businesses on a monthly if not daily basis. Therefore, as previously stated this somewhat odd set of bed-fellows has been categorized as *National Infrastructure Industries* (NII). There are of course other entities (e.g., Coal, Natural Gas, the Automobile industry or what is left of it, and the Commodities and Spot Markets where someone intentionally and wrongly once put Oil, to name a few) that could easily be added to this list and will be dealt with in time. But for now, those at the head of the Irresponsible Industry list, that most deserve to be there, and demand our immediate, aggressive attention are:

- The Medical Insurance Industry
- The Pharmaceutical Industry
- The Tobacco Industry
- The Oil/Petroleum Industry
- The Banking and Credit Card Industry
- The Defense Industry

### **Restructuring Existing Industries**

The proposals presented under this heading are focused upon a core group of heavy-hitter industries that are critical to our economic system and the impact the lives of virtually every American good or bad on a regular basis. That's why

this particular group has also been categorized as National Infrastructure Industries (NII).

There are *of course* some other industries that could be added, but for now the group presented for Public Review and National Reconciliation is:

- 22 Health Care Insurance for ALL Americans
- 23 The Pharmaceutical Industry
- 24 The Tobacco (Nailing the Most Deadly Drug) Industry
- 25 The Oil Industry
- 26 The Banking and Credit Card Industry
- 27 The Defense (Military Industrial Complex) Industry

How *We the People* determine to come to terms with such entities will define the heart and soul of our Second American Revolution, and to a very, great extent — our National Destiny, as well.

### **The De-Profittization of Infrastructure Industries**

**“De-Profittization”** is a core concept of the American Industry Re-Structuring – AIR Program.

The concept of the “De-Profittization” of Infrastructure Industries firmly declares – that certain of our national industries and large individual businesses when found publicly appropriate, will prudently be restructured from their current operational charter and their for-profit, stock-held organizational status – some business entities running under a non-profit structure will also be converted. This will be an ethically correct, civilly responsible, and non-negotiable, national ‘reckoning’ of their currently excessive power and influence within day-to-day America.

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We must all acknowledge that real Change within any country’s National System creates both winners and losers – it always has and it always will.

At the national level, Change has often been chaotic and violent as in our American Revolution, the French Revolution, and the Russian Revolution – when the Many have finally said, “enough”. And countrymen fought and killed each other in turbulent, domestic reconciliations.

However, Change can be accomplished peacefully — as we will do it, in sharp contrast to the way it occurred in those domestically fought wars of bitter

national reconciliation – between the Haves and the Have-Nots of their time — when the Few had exercised abusive power over the Many.

In our National Change scenario the Common Good of American citizens, workers, and families, as well as other domestic businesses will be the Winners. To be sure, Loss cannot mean destruction, because we are talking about our own people. However there will also be prudent limits to the considerations granted. Buying stock or investing in any corporation inherently involves *risk* — just ask the employees of Enron and some others.

In our peaceful, yet very tedious, domestic Revolution we will reasonably facilitate the transition of those *legislatively forced* to lose – the various businesses and especially the employees and existing stockholders – to the newly re-structured National System.

Remember, I warned at the start that these contents were to be taken as seriously as a heart attack and I was not being humorous! Therefore, everything is on the table. And the table is being set. We can get to there from here.

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## **The AIR Program – Rules of Engagement**

### **The New Rules**

Have no illusions regarding what is before us, my fellow Americans — this is where the rubber meets the road – and the bullet meets the bone!

For the Common Good of 300,000,000 American citizens and our Democratic society – to prevail over the naturally occurring evolution of Corporate Greed, the People shall now be required to debate and commonly agree as to how certain business and government entities will be *permitted* to operate within the American National System.

The entire essence of our current dysfunctional national condition and all that we must now determine to face together in order to Promote and Preserve our desired American way-of-life, is summarized that single paragraph.

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Logically, we will acknowledge that certain ‘essential components’ of the National System have become operationally dysfunctional with regard to the Common Good of the people, and the economy we all must depend upon. The un-elected leadership of such business entities is continuously taking care of themselves without concern for the Common Good and all under the cover of “my job is making money for the stockholders.” And unfortunately for us, our elected national leadership either willingly promotes the growing abuse or just stands around with a mystified look on his or her face.

That increasingly counter-productive (to the Common Good) national condition not only hits our families, but most businesses small and large as we find ourselves being forced to tolerate avoidable economic conditions (need I say Oil). Forced to tolerate such Economic Oppression by the unspoken, unwritten, and non-legislated “RIGHT” – that is silently being claimed by various commercial and bureaucratic entities.

This un-Democratic, subtle (at least until Bush II came to power), dictatorial Consolidation of Power will not be allowed to continue! *Reason* shall call this regressive economic oppression for what it is – the greed and self-serving domination of the Few at the literal expense in dollars and actual lives among the Many. Priceless American *lives are needlessly lost every day* due to a broken Medical system, the worthless National Drug Policy, and the fully optional and now failed Iraq war — to name just a few sources.

Someone *please* answer me this question. When in the last 50 years my fellow Americans did the *lives of our people become so cheap?* Worth

so little that they are thrown away on such preventable problems. An undeclared Legislative Kill Factor (LKF) against We the People, that benefits certain self-serving, civilly irresponsible businesses, government agencies, and Special Interests has somehow been written into our national laws and policies. Think about that. It is the Plain Truth!

There is no common sense in any this — it is purely profits and control, over people and peace. “Beware ye, also of false profits”.

This national Status Quo — that has increasingly been servicing the Special Interest — will be thoughtfully and deliberately confronted and restructured with the consent of the Many — in order to Preserve, Protect, and Defend the Common Good. Thomas Paine framed changing the status quo and confronting the obvious flaws of colonial America,

“..., a long habit of not thinking a thing *wrong*, gives it the superficial appearance of being *right*, and raises at first the formidable outcry in the defense of custom. But the tumult soon subsides. *Time makes more converts than reason.*”

Certain business entities on the domestic front and those with increasing foreign entanglements (need I say Oil, again) have had their day and frankly their way with us! The People and the Common Good will now be served.

Key operational components of the National System that impact the successful operation of business large and small in America – will no longer be directed by faceless corporate executives and Boards of Directors, a politically powerful minority, and a nationally embarrassing and un-American foreign policy. The tail shall no longer be allowed to wag the dog!

This particular set of six industries will be involuntarily re-directed from their purely self-serving priorities and lobbying, to charters of operation that only promote the Common Good of our people, other businesses in the National System, and the society as a whole. The long held public perceptions of and the actual utilization of these Entities within our National System will be made-over to serve the Common Good of America’s economy and society.

Again, these prudent and practical Changes to the American National System will not be optional, negotiable or voluntary!

### **Rules of Engagement — Stockholders**

Being selected for implementation of the AIR program guidelines will result in the *mandatory restructuring* of certain publicly held (stockholder involved), as

well as any “non-profit” corporations in the subject industry (e.g., medical insurance). Some basic points for consideration in the restructuring of such industries and particular corporations include:

- Any relevant stock/commodity trading will be strictly controlled and would be halted, as needed.
- The eventual removal from the stock/commodity markets in some cases.
- Freezing of share price (of publicly held corporations) on the stock markets at a publicly, reasonable point in time.
- Having the share price fixed for eventual buy-back.
- Existing stockholders would be bought out over a number of years to realistically spread the expense.
- Existing corporate assets could be sold off (to American buyers) to help expedite the buy-out process.
- Stock buy-back will make all that investment capital available for other purposes within the economy. A very good thing!

These publicly acceptable Changes will be kept plain and simple, very public, and will not be negotiable. No back-room deals will be permitted. New and publicly practical laws will be enacted, foolish laws and loop-holes will be *rapidly* revised or eliminated, legislative corrections made where possible, and routine patterns of corporate greed will be permanently reconciled to the Common Good.

### **Changing a Bone Marrow Level Mindset**

In the practical conversion of our National System from a *Growth*-based to a *Maintenance*-based economy, stockholders must be viewed in a new and initially disturbing light. In the beginning, they helped build what are today’s large corporations and industries. The profits came easy through the 1960’s and then started to get more difficult to obtain the old fashion way. Economic recessions, Market mini-crashes, things like the Savings and Loan debacle, and the out-sourcing of millions of American jobs and industries that began in the 1990’s – are the manifestations of the growing global marketplace.

All the while, the on-going demand for annual profits and stockholder dividends in spite of a more competitive and shrinking marketplace does not stop!

It has caused stock-held corporation management to do whatever it takes to “create or take” profits, rather than getting them ‘naturally’ through increased sales. In the US, it is a fundamental reason for the out-of-control, Special Interest, Power struggle for control over Congressional and State legislators. The fight for control (in a Democratic society) over the legislation that would let business do whatever it wants to and direct tax-payer funding wherever business and industry desires in order to create or take — those “false” profits. Without

any sense of Civil Responsibility for what their actions put upon the National System or the American people.

Most recently this struggle for the retention or attainment of Political Control was clearly demonstrated in the final weeks of the 2006 Congressional Election – when the Republican Party knew they were at great risk of losing control of not only the House, but the Senate, as well. They dropped all rhetoric about issues, and challenged people to vote along Party lines to keep them in Power — which after all is all, that Congress and the lobbyists really care about. And as soon as the Democrats obtained the majority in both Houses of Congress, the lobbyists shifted the majority of the dollars their way.

The six (6) Existing Industries were selected for Re-structuring based on the fact their lobbying machines are now controlling and directing Congress, and some Federal agencies, and are happily, ringing money out of our individual and national pocketbooks – with obviously no concern for the economic, health, and environmental devastation it is creating and making worse.

That group and others are having an absolute field day with us, under the reign of the “whatever you desire” Bush II administration. My concern for a sometime is how much more damage that group and others will be permitted to put upon us before Bush II and his sidekick are out of office.

That is the Dark Side of the Big Picture. It is now time for *common sense* to be applied with a hammer!

### **Rules of Engagement — Employees**

Along with the stockholders a given corporation’s existing employees must be of concern during the restructuring process. Personally I feel that the fate of existing employees — the workers in these scenarios is more important.

The intent of AIR Program is not to eliminate businesses or the jobs that they provide. That would be the exact opposite of what America and our economy requires. In making some of these industries less redundant e.g., the Medical Insurance Industry — jobs will naturally be lost. I said Change makes winners and losers and this is where it hits home.

The initial purpose of the AIR Program and the absolute necessity for the sake of our economy is to overhaul certain industries that are draining our individual pockets and our federal and state tax revenue — and all in the name of stockholder dividends and excess executive compensation. Look at list again and you will see what I mean. The economically reforming those industries and

some others such as the Automobile Industry along the way, some jobs will be lost – period. That is the way it has always worked.

We go back to Proposal 7, the U.S. Re-Employment System. The focus of that system will be the placement of American workers in jobs and assisting in their re-training and relocation if required around country. This goes directly to the hiring rules that state that American citizens will be employed first, and will have absolute preference before anyone non-citizen. They will have preference in attaining the better jobs that provide better pay and benefits. And to reiterate, that preference is absolute for all taxpayer funds jobs – federal, state, city, local, etc. Americans First!

### A Gross Example of Redundant Overhead

While much of this “right-sizing” operation in the subject industries will not require mass lay-offs or will be a gradual reduction where workers can be assimilated into other parts of the job market, the Medical Insurance Industry (MII) will cause a stir. While there is redundant employment in the corporations that will be eliminated when those entities are merged, there are numerous State and/or County level jobs that will no longer be required. They only exist due to the gross inefficiency of the current Medical System. Each state regulates medical coverage that the greatest extent possible and it is a nightmare.

That is part of the reason why it has been difficult for the MII corporations to merge as they want to – to cross state boundaries. They have to adhere to coverage regulations in every state and sometimes at the city level as well, and it can take years to convert from old policy guidelines. The administrative redundancy is part of the reason why the original Blue Cross and Blue Shield nation-wide network had over sixty (60) separate non-profit corporate entities.

Under the new National Medical Insurance system that will cover ALL Americans, there will be very few medical plans and medical coverage options will be standardized (and the stupidity and waste of annual re-enrollment exercises will cease). The need for these regulatory jobs at all levels of government will be eliminated – and they will go away! So those civil servants will be available for transfer to other jobs or will enter the Private employment sector. That is what must and will happen.

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This is all about positive economic Change – about Change that is deliberate and controlled to the greatest extent possible. Continuous and viable employment is critical to the quality of life of our people and the strength of our “consumer-based” economy. Let it be understood that the employment of our

people – of our citizens is the highest priority. This is not another management game aimed at eliminating or out-sourcing American jobs. Enough said.

**At Their Beginning – The Founding Entrepreneurs**

In years past, the Founding Entrepreneurs of today's large corporations, initially sought simply to build a business and provide income for their family and for their employees.

I have termed such basic forms of non-stock encumbered businesses, an Income Generating Entity or IGE. As discussed earlier in Proposal 19 — Take Back Industries, IGEs produce goods and/or services in the economy and provide local employment, income, and some level of benefits to the owner/operator and their employees. These are the types of businesses that built America and are absolutely required to sustain our economy.

Over the years many of those companies evolved into huge stock-held corporate entities. In time those founding men and women were succeeded by a series of corporate executives and Board of Directors that in recent decades are increasingly driven by spreadsheets and are primarily interested in stockholder dividends and their increasingly excessive compensation. Further, most of that management has a corporate field of vision that is no more than eighteen (18) months into the future, at best! That is the basic reason why it took the American Automobile Industry twenty (20) years to figure out they were getting their corporate butts kicked by foreign imports! And they are still dragging one foot.

Technically, and the only justifiable rationale (*excuse*) for the civilly irresponsible actions of the un-elected management of these corporate entities is to acknowledge that — however their business decisions may negatively impact the average American, another business or the overall economy — is simply not part of their job description. The Big Picture is not what they were hired to worry about! Some of them have even had the guts to acknowledge that publicly!

The Plain Truth is that a given executive's (freewill) ability to ignore of the Common Good of the people and of the nation, if necessary, in favor of the corporate bottom line and their own paychecks — is the very reason why *they do get paid the big bucks!*

If they would not do whatever needed to be done, they would be fired! The (not so) poor sole would be thrown off the plane in their golden parachute — and someone willing to do that job would replace them. It is all a big game my fellow Americans, and *We* are taking a beating.

Are there any questions?

**Rules of Engagement — Management**

Being selected for implementation of the AIR program guidelines will in most cases require the complete retirement of all existing Senior Management. That sentence probably woke up a few people, but as is known in the country, if you want to kill a snake, you must cut off its head! However, unlike the French, we will not be utilizing the guillotine! A few pertinent points for consideration include:

- Existing senior management will be retired probably within six (6) months. All golden parachutes would be honored, but all pay-outs will be reviewed for any last minute game playing.
- This includes full replacement of the existing Board of Directors.
- All future executive's stock option benefits and golden parachutes will be non-existent. And any "potential" bonuses will be based on new criteria.
- New management from the lower ranks will be installed whenever possible, rather than going outside. Those people run the day-to-day operation anyway.
- All executive salaries will have a ceiling of for the sake of discussion say, one to two million dollars a year – no less. I am very sorry, but running today's major corporations is just not rocket science and there is no shortage of very qualified people that could easily do those jobs.

**To Seal the Deal – An Offer Some Cannot Refuse**

And, one more item for our collective and hard consideration. There will be a one-time offer made to help some of the existing Management to exit shall we say, a bit more gracefully.

We will offer to hold them and their management predecessors (and all employees) “harmless” and free from any and all forms of law suits (including civil suits) due to any acts of omission and commission that occurred in their companies prior to the Restructuring start date.

I am not a conspiracy theorist and I am not a betting man, but, I do firmly believe that this “one-time stay out of court and maybe out of jail free offer” will find great appeal among some of those individuals! And considering the set of industries we are here focusing on – well just think about it for a while.

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### **AIR Program – The Entity Re-Structuring Levels Overview**

The AIR program will provide for “**levels of management, organizational and operational restructuring**” that will be applied to given industry or business strictly dependent upon what is required to achieve a functional reconciliation within the National System — one that is found to be acceptable with an informed American electorate – our citizens. The Restructuring Approach selected for a given industry and/or business will be tailored to best service to *our* nation’s short and long-term economic health and the Common Good of Americans.

As a result of the overall AIR Program implementation, another “era of greed” in the American national voyage will be brought to an end — just as the Robber Barons, the Banks, the Savings and Loans, and the Wall Street scenarios of the past were eventually “dealt with” by legislation after recession or the occasional Crash! Now is the time for these Infrastructure Industries to be put in their proper place for the nation’s sake – made to support the National System rather than irresponsibly controlling and pillaging it.

This time the National System and economy will have a controlled landing, not a horrific one followed by a reactionary clean-up exercise. At least as gentle a landing as possible considering the condition the Usual Suspects have placed us in. And We will do it right this time! Therefore, it will be the last era of greed that our country will be required to endure and to finally confront ever again. Period!

### **The Five Entity Restructuring Levels (ERL)**

The following write-ups provide a basic overview of the changes to be considered in the Five (5) Entity Restructuring Levels (ERL) of the AIR Program, which are:

- ERL 1 – Operational Reorganization
- ERL 2 – Existing Management Retirement
- ERL 3 – New Management Structure and Charter
- ERL 4 – Stock Trading and Pricing Control
- ERL 5 – Conversion of IGE Model

This is an initial, but functionally, solid framework of Levels and Guidelines that will certainly be added to and refined as the AIR Program implementation progresses.

It is fair to point out that most of the industries in the initial set of six (6) industries will experience the full force of the AIR Program implementation. Most will be looking at a phased implementation against the levels and may not

reach full ELR-Five implementation that involves the complete elimination, via buy-out, of all existing stockholders.

Other industries and businesses will logically be added to the AIR Program implementation, such as the Automobile and other Energy related entities — not all of them will not require a “complete” AIR Re-structuring exercise to come to proper terms with the National System and the American public.

I do believe that as the American business community becomes more familiar with the AIR Program Restructuring System, that some of them and/or their stockholders will seek to voluntarily utilize certain of the features it offers. It could facilitate practical Changes in their existing business model to be more in line with the *realities* of national and world economic conditions.

Bullet points are presented to indicate the type of Changes to be considered and/or applied depending upon the industry or company in question.

Now let’s take a look at the Five (5) Entity Restructuring Levels (ERL) of the AIR Program.

### **Entity Re-Structuring Level 1 – Operational Reorganization**

- When applicable, as in the example of the Medical Insurance Industry, redundant business entities will be operationally consolidated for both reduce administrative overhead and increase operational efficiency. This is the normal practice when similar business entities merge.
- The resulting operational structure could tolerate a prudent amount of redundant employment if deemed practical for the overall good of the public in given geographic areas, e.g., medical insurance claims offices, bank branches, etc.
- Any Out-sourcing activities of the domestic business operation and/or staffing would be ceased. Past outsourcing would be reviewed in light of the new business and financial model. When practical, staffing and operations that had previously been out-sourced would be reclaimed. We will reverse the flow.

### **The Industry Management Consortium — A Practical Management Hybrid**

A “*consortium*” according to Mr. Webster is, “an agreement, combination, or group (as of companies) formed to undertake an enterprise beyond the resources of any one member.”

To efficiently approach the AIR Program Re-Structuring of some industries a viable, new management entity would be utilized. There is a practical management facility to be created that lies *somewhere between* the purely privately-run and the often screamed about government-run models. It is the Industry Management Consortium (IMC).

The IMC function within the National System will vary from industry-to-industry and business-to-business depending on what practical form best accommodates the Common Good within our society. It will be designed to insure a viable future for the American people. And all this will be done with the “informed consent” of the American Electorate — our citizens — and no one else.

Among the initial six Existing Industry proposals, the IMC approach will be utilized to realistically restructure the Health Care Insurance and Petroleum (Big Oil) Industries, at least. That sentence will undoubtedly get some attention! The form and function of each IMC would vary by the industry, as would the scope of its authority, and the duration of its charter which in most cases will be permanent.

This will not be a re-structuring where the government would assume day-to-day

control over these Entities. At the same time the existing structure driven by civilly irresponsible industry executives can no longer be afforded or tolerated, and *We* will not allow it to continue.

The United States Congress will not be negotiating the individual IMC configuration with existing management. We are no going to let that stupidity happen. We will no longer allow secret National Energy Policy meetings between the Administration and Energy Industry lobbyists. We will no longer allow Health Care Reform legislation to be written by the Medical and Pharmaceutical lobbyists.

Congress will only be responsible for writing and enacting the legislation required to implement the AIR Program driven Re-structuring of the targeted industries and businesses. They would simply use these CS2 proposals as their baseline blueprint – much of the work is already done for them. And *We* will be watching very closely.

A practical set of industry-by-industry IMCs will be created, as required to determine how to best apply the AIR Program — Entity Restructuring Levels (ELR) to the subject Industry or business. In affect, certain *American businesses* would be advising on how to best reorganize other *American industries and businesses*. The absolute intent will be to assist in making their operations more efficient and to benefit and protecting National System as a whole. Examples to include Health Care for ALL Americans and driving down the barrel price of Oil.

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### **Entity Re-Structuring Level 2 – Existing Management Retirement**

- There will be a mandatory retirement (exit) of all existing Senior Management and Board of Directors in the first year of the AIR Program implementation, if not within the first six (6) months. You cannot Change things if the Old Guard is still in place.
- The “Last of the Golden Parachutes” to be resolved with exit of the existing senior management. Those packages will be scrutinized for any last minute abuses.
- The official signing of the “Individual Non-Suit Liability Agreement” that will hold existing and previous management and employees *harmless and without criminal and financial liability* from any and all future legal actions against them for any acts of omission and/or commission – by any and all parties, permanently!

- The form and function of a new Board of Directors would be developed. Such a Board would be required to provide general oversight responsibilities for the proper functioning of the operation against the new Charter. They would not to run the operation, or be a meaningless entity and an avoidable expense to the bottom line.

### **Entity Re-Structuring Level 3 – New Management and Charter**

- Development and assignment of a new public-interest focused Corporate Charter and Mission Statement.

This prudent action will if many cases functionally *reverse* existing Special Interest lobbying objectives – which in turn will decrease the need for and therefore the expense to the bottom line for such activities. Yes. There is more than one way to attack to lobbying machine!

- New management would be put in place and if at all possible would be promoted from within. Often those people are the ones running the operation in the first place. Internal people also have the most to gain by keeping the operation running and so their jobs in place.
- Executive compensation would be capped in the one to two million dollar range or less with adequate perks befitting the position and job demands. Stock options would not be offered. Any annual bonus would be based upon results against the new Charter, and would not be excessive. No Golden Parachutes would be issued. There will be no shortage of qualified candidates for these positions, regardless of the industry.

### **Entity Re-Structuring Level 4 – Stock Trading and Pricing Control**

#### **Stock Trading Control**

- For stock-held corporate entities the selling and therefore the buying of stock will be suspended until further notice – in some cases permanently.
- The stock price would also be frozen and would be assessed and possibly re-valued in light of the Re-organization.
- There would be full public disclosure regarding what entities and/or persons are major shareholders in the subject corporation(s). That could prove to be very interesting to the public.
- For non-profit entities, annual executive bonus compensation will be held and any pay-outs will be reviewed and approved before disbursements are issued. This would only be an issue in the year that re-organization occurs.

Any bonus plans after that will be subject to guideline controls.

- All corporate assets will be frozen and therefore would not be available for sale. Any sales executed in the months prior to the beginning of the Restructuring process will be scrutinized, any abuses will be severely dealt with and subject sales reversed if deemed appropriate.
- Annual profits would have a fixed ceiling placed on them for a number of years. An annual cap of five (5) percent or less (especially in the first few years) would be put in place, regardless of the on-going profitability of the operation. The profit cap would be evaluated based upon economic conditions.
- Stock dividends will be capped appropriately, regardless of the on-going profitability of the operation. Stockholders would retain their asset, but the return would be capped. Stockholders and Wall Street may not like that approach, but it is better than being Enron'd.
- Remaining profit revenue would be put back into the “domestic” operation and a portion set-aside for use in the stock buy-back process.

#### Pricing Control

- It is very simple — the dreaded practice of Price Controls will be utilized.
- For at least a few years, the pricing of goods and/or services in selected business entities will be controlled, probably be capped, and/or decreased for some prudent period of time,
- The simplest concept in business math is that the less demand there is for profit, then the pricing of goods and/or services offered by a business can be reduced, therefore making them more competitive in the domestic (and global as applicable) market place. And helping to control (possibly decrease) the cost-of-living for the American public.
- The existing senior management will fight this feature out of custom, while their replacements will be far more open to the concept. Out with the Custom, and in with the practical Change.

#### Entity Re-Structuring Level 5 – Conversion of IGE Model

- Conversion to the Income Generating Entity (IGE) corporate model. Ultimately some industries, such as Health Care insurance will be completely divested of stockholders and revert back to the initial business model described above. Back to basics.

- An existing stockholder buy-back plan with options that could vary by industry would be determined and executed over a multi-year period.
- The new senior management and existing employees would again be working to provide quality goods and services for local to national customers. And the public would know this and would support domestically based enterprises.
- Foreign sales would be of secondary importance, if they mattered at all to a given business.
- Overall the decreased demand for annual stockholder dividends, decreased profit demands, and decreased expenses like Health Care Insurance will make these domestically based commercial enterprises more competitive in their pricing, which is intended to make their goods and services more desirable in the market place.

### **Why Write This Down**

My primary hope is that what you are reading with regard to the AIR Program's industry restructuring actually sounds like what you have been waiting for *someone* to put forth for some time. I know this is what "I" had been waiting for our national leadership to present, be they Republican or Democrat, but they never have and probably never will.

So I decided to work on figuring it out for myself and write down so that we all could review it, improve on the processes offered herein, calmly resolve any issues, reach Common Agreement, and then together take deliberate and unstoppable action for the Common Good. And that advise, consent, and action scenario applies to all the proposals found in *The Second Coming of Common Sense*.

### **We Are Already in “Sudden Death” Overtime**

The benefits to be realized by the AIR Program Re-structuring of these industries and others, as well as the other publicly, viable proposals in An American Agenda is too long overdue.

It will require – the publication of CS2 as early in 2008 possible, the attraction of the public and press to it, the general acceptance of its content, the national debate over its contents for the remainder of the 2008 Presidential and Congressional campaigns, and the historic declaration by the involved electorate that An American Agenda be implemented. That may seem like a tall order, but when the American public gets fired up We can do anything — and I believe this should do it.

During the national debate over the An American Agenda and other concepts CS2 presents, it should be made clear to the current Congress, the entire business community, and any Presidential hopeful that these proposals will have a Legislative Effective Date of January 1, 2009 (1-1-9) or sooner (if the current Congress decides to do something constructive before the November 2008 election).

Realistically my fellow Americans, the vast majority of the legislation required to implement the Agenda proposals will not even be touched until the new President and Congress are sworn into office in January 2009. The necessary legislation that would eventually enacted – much of it by July 1, 2009 — will have a retro-active Effective Date of 1-1-9! And the U.S. Supreme Court will need to get up to speed on certifying the retro-active legislation approach — without needless lawsuits. They too will be challenged to do their part!

That 1-1-9 Legislative Effective Date will be part of what the Electorate would be voting for in November 2008. This November Congress and the White House may really learn what getting a “mandate” means!

With particular regard to the Existing Industries, the subject businesses and corporations will know that their world could very well change as of 1-1-9, and they should therefore make alternate plans for physical year 2009. So get those Golden Parachutes ready – We the People are coming, and We are not in a negotiating frame of mind.

### **Our Example of Dramatic Public Driven Change**

When the American colonists boldly took on England’s King George III, his ministers, and the National System of the British Empire — they put it all on the line (and on the table). On July 4, 1776 when the *selected* representatives of the common people (all of whom the King viewed as peasants) stood together and

made their *Declaration of Independence* — the war that had been simmering since 1774 truly began.

In that war, it was the brave *Few* that took up arms acting for the Many — went to war for themselves, their families, and their neighbors. In the end, approximately 25,000 of them or roughly one (1) percent of the colonial population lost their lives in that struggle. Against America’s population today that would be about 3,000,000 of our people — some 900 lives lost from every county in our country or nearly 6,900 for each of the 435 U.S. Congressional Districts.

By contrast the Afghanistan and Iraq wars have thus far cost the average county, in lost military lives, less than two (2) of our people and less than ten (10) for each U.S. Congressional District. Too many precious lives lost.

For a moment consider that level of human sacrifice that represented on the part of the colonial population. They were not professional soldiers — they were farmers, tradesman, merchants, and doctors one day – and some were dead in battle shortly thereafter. They represented the nation’s first National Guard setting the standard for those that are bravely fighting for our country this very day.

Just as during the Revolution, these are citizen soldiers that have paid the ultimate price in battle or will carry the scars of war with them for the rest of their lives, and they come from communities in every state and DC. And it is truly, bad enough for our regular military to lose a single life or suffer such wounds. God bless all those that serve in our military.

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### **The Critical Battles of Our Second American Revolutionary War**

We will constructively and solely for the sake of the Common Good of our citizens conduct binding arbitration with the six (6) *infrastructure* industries previously mentioned — five of which are currently pillaging our individual and collective pocketbooks.

And the sixth industry that is only killing around 500,000 of us every year – some 1,370 American lives taken every 24 hours – equaling a 9-11 every three days. Thus offering the absolute, ultimate example in *successful* Special Interest lobbying! Yes, that was sarcastic.

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Having reviewed this Introduction you now have a better understanding where this is all headed. Therefore, you can see that no matter how radical or aggressive you may have viewed what was offered in some of the first 21 proposals, these six present the Front Lines in our Second American Revolution.

We the People of 2008 are presented with a choice strangely similar to the one that our National Ancestors of 1776 confronted. Our Decision is – to collectively take control of the forces of the Few that are now abusing the Many and create a Democratic environment for our selves and our neighbors – or – to individually be satisfied to be treated as and to live in the future as peasants.

THEY stood, physically fought a war, and won it, and then created our Democratic form of Government.

WE could now stand, legislatively fight our war, and win it, and create a Democratic Economic System to compliment that Democratic form of Government they gave us — thus We would finish the Design of People-driven Government and successfully completing the Great American Experiment.

We do have a choice.

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As I know you can imagine after considering the six Industries that are such National System heavyweights, that they along with their entrenched Congressional lobbying machines will react as though the sky will fall when they hear what is coming at them. Talk about *screamers*!

In truth these Entities must be viewed as doing the American economy and our people far more harm than the practical good they could and should be providing. And all in the name of stockholder dividends, executive compensation, and maintaining their piece of the pie at any cost – to insure the status quo within our National System that benefits them!

Those six have all made their way to the head of this somewhat notorious list the old fashioned way – they have earned it! And now they will be made to pay the price for their abuses.

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### We Must Have Initial Plans

Next, we will next review the “Big 6” – the Existing Industry Re-Structuring proposals. They vary in the detail presented, and are as short and concise as I could make them. This Introduction has given you much insight into what is

coming. My intent is to provide you with some pertinent details and a little background perspective on each, but that is all.

The proposals are somewhat briefer than I initially intended, but time is critical and this book must be completed in background content than I would prefer, simply because I am run out of time and funds. A family emergency that hit me the end of January that I had to attend to cost me several precious months – such writing takes time, peace, and solitude. It is already early November and for CS2 to have the best chance to be of public benefit and impact in the 2008 Presidential and Congressional campaigns it must find its way the general public as early in 2008, as possible.

The first of the six proposals is on Health Care Insurance for ALL Americans. It is the first industry issue that I developed and the AIR Program was built using it as a model. In that proposal you will see how the Five Entity Restructuring Levels model was formed. There is more background on “why” the AIR program is being applied to the Health Care Insurance Industry than in the other proposals. In those we will go right to restructuring approach to be used and varying degrees of background will be added.

Thankfully, each of us already know something about these Industries and more information is readily available on the Internet for those that desire to dig into it!

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Each proposal lays out our initial Plan of Attack that will set us off in the Right direction. You could think of all 27 American Agenda proposals as Change battle plans, but it is these six (6) hard proposals that will comprise our *Normandy Plan!*

We will premeditatedly assault Irresponsible Power within the National System for the sake of the Common Good of our people and the nation. We will modify the initial plans as needed while this domestic, legislative war plays itself out over the next few years. And our eventual victory in each case is not in question — the only question is how soon we want it!

If, *We the People* do what is needed beginning in 2008 to deliberately and aggressively force these plans into action, the hard work will be done, the rock will be moved, and the rest will be far easier for us to control and contend with.

### **As We Join the Battle**

It has been said that the, ‘*Love of money*’ is the root of all evil.

I say to you that the, “*Lust for power and wealth*” — and its retention at any price

— is the cause of all evil.

That lust now runs too freely through the halls of our Congress and far too much of corporate America. To be sure, We the People must now conduct and aggressively bring to satisfactory resolution a final reconciliation between our faltering National System and the Common Good of our fellow Americans citizens and society. Therefore, everything, and again I say everything is on the table.

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Their American Revolution gave the world a living model of Democracy in Government Order designed for the Common Good of the Masses.

Our American Revolution will provide the world with a living model of Democracy in Economic Order also designed for the Common Good of the Masses.

We shall accomplish all of this for ourselves, for our children, and for theirs.

That is my Challenge...

That is your Challenge...

That is our Challenge...

We will confront the Common Challenge together...

And, We will not fail!