

*Remember you represent the company but most importantly you represent yourself. If you want to be heard, listen first.*

“The upgrade started with difficulty as the worst winter storm in fifty years hit north Louisiana. In February 1951, snow piled up as temperatures dropped below zero. Limbs heavy with ice snapped telephone lines. With emergency services and law enforcement dependent on telephone communications, Clarke found himself back in freezing winds trying to scale ice-clad poles. All four systems needed replacement wire, insulators and a few poles. With no change in subscribers, the various phone systems absorbed repair costs. Bizarre weather continued into June when more lines were destroyed by a massive hailstorm, one that reduced 300 acres of cotton “to sticks.”<sup>1</sup> Crews worked overtime adding to expenses, making Joe Sidney Carter nervous about the companies’ razor-thin margins. Often, Clarke did not pay himself even though Joe Sidney Carter and Roy Lee tried to keep credit lines open. Clarke felt guilty taking borrowed money for personal expenses. Mary Kathryn reminded him they had a child.”

Rather than be disillusioned, Clarke took the treachery as confirmation of the volatile, dangerous combination of money and power. Money alone changed relationships but ambitious power on top of it created monsters, turning friends into thieves. Judas to Christ and Brutus to Caesar, history was full of betrayals. Mulling over events, a song came to him on the radio. He first heard the haunting melody of Simon & Garfunkel’s “Bridge Over Troubled Water” about the time Admiral Barham had come home. If he had he put the two events together sooner, the song would have been a warning. He smiled. It didn’t matter. He had always known the Bridge for when troubled water came. It had sustained and delivered him safely many times. God had protected his paths in such a way that, on that bridge, he had hardly noticed angry threats below. The swirling threatened to drown and people always complained of drowning in work and trouble. Drowning in debt most of his life, he knew the threat, knew its face, and knew with one slip, he could lose it all but he also knew to keep his eye on the prize. Only material wealth burned away to nothing. Spiritual wealth was Christ walking on a stormy sea, bridging trouble for a boatload of frightened men. The Apostle Peter had had guts to defy reason and step out of the boat, implying mortal man did have supernatural power if he simply believed. But the moment Peter glanced away from Christ and let the raging waves shake him, he sank. Even then a loving hand with a firm grip reached down and lifted him. That was true, unconditional friendship, a hand in a storm. When Clarke could find no human hand to grab, he was completely confident he rested in the palm of his Heavenly Father. Tomorrow would always be an unknown but troubled water would only threaten those without faith.

<sup>1</sup> *Morehouse Enterprise*, Bastrop, La., June 19, 1951, front page

Outside alone, basking in the sun, Clarke looked around the parking lot he'd taken for granted a thousand times, jumping out of his truck to see George and tell a few jokes. Exciting and carefree days they had been. No one ever knows the pinnacle of his life until it has passed. That's the only way to know it. And now the memory loomed heartbreakingly inside a body that wouldn't move.

Clarke Junior thought it ironic that here he was in the exact same condition as had been his grandfather Will after Will's stroke. Clarke was nine years old at the time and felt keenly sorry for his immobile grandfather who could hear but could not speak, dawdling slowly in his wheelchair. Now, 37 years later, a stroke had felled another Williams. His wheelchair was a convertible. It almost didn't make sense that the intense pressures Clarke Senior endured hadn't given him a stroke. He wished fervently he had paid much closer attention to his father's spiritual teachings in his youth when he thought his father was a fool.

*We are all fools*, he thought, watching people carelessly walk in and walk out, nodding to the man in the convertible, unaware and preoccupied in their own heads. What Clarke could tell them would change their lives and cause them to really live. But they were all in such a hurry just as he had been, clamoring to get someplace with little thought as to why they were rushing. With hindsight, he now thought like his ponderous, endearing, admired father. The forced time off caused Clarke Junior to focus only on those few things that mattered. As he watched the same rush of which he had been guilty, he realized the rush itself is what made everything faster. It was why life flew by. He now knew, at the end, that in so much routine people were not rushing toward something, they were rushing *from* something: themselves. Collateral damage piled up in broken relationships, lost children, missed potential, addictions, and unrealized dreams.

And, yet, his son was in that casket. If success was the measure of a man, the son accomplished that in six short years. If money were the measure, Clarke Junior had knocked it out of the park. Century's gross revenues when he returned from Vietnam were only \$5,691,000. When he became president, they were \$100 million. When he resigned seven years later, Century's revenues had more than doubled to \$250 million and, now, with his funeral only days before the 1994 shareholders' meeting, those revenues nearly doubled again to \$433,197,000.

Clarke stared, alone in his thoughts. But money is not the measure. It never will be the measure because if money had real power, it could correct all of life's mistakes, regrets, disappointments, and even death. People sought to escape calamity and were certain that with enough money they could be happy. Nothing could be more of a lie, Clarke knew that. He had seen many times that throwing money at an empty heart gave one moment's pleasure then vanished. The halls weren't wide enough nor the ceilings tall enough and many a mansion became a prison. And yet people never stopped doing it, even praised him for his monetary success and with some envy. But he'd discovered way back what King Solomon discovered.

*Vanity, vanity, all is vanity.*

And Pharaoh never touched Moses once.

Quiet Clarke Williams from little Oak Ridge got it. Arrogance loses, not in the beginning but always in the end –always– because the arrogant repel people. They wind up alone and forgotten. Clarke spent most of his life walking dark canyons between towering threats, leading all types of people in one direction, believers, non-believers, Godly, ungodly, through stretches of impossibility. But his humble spirit attracted people and they all helped him pull in the direction for which he privately prayed. To many, he seemed Pollyannaish but the older he lived the more the “smart money” was wrong.

Drowning in debt most of his life, whatever power held back all threats, never once did Clarke entertain running for cover. The example of Moses struck him early. If Moses could raise a simple stick and part an ocean out of faith, and if Christ could take five loaves and two fishes and feed 5,000, Clarke’s humble obedience could take a simple phone company of 72 and turn it into three million. But if he turned back when cornered, nothing would ever happen. He was leading families, families he wanted to lift out of economic bondage into fulfilling lives. Families directly or indirectly associated with CenturyTel who would never know him would enjoy better lives because of him. Never considering how their benefactor’s faith divided and conquered adversity, Century’s employees would raise children, educate them, buy houses, cars, land and take vacations. They may not remember Clarke Williams or that he was the conduit through which God enriched their lives, but they would know a path had opened for them where none existed. Anonymous Clarke smiled. He loved that his name was not on a building or plaque. Much preferring “to God be the glory,” he believed Christ’s teachings to the disciples that if you wanted to be the greatest, all you had to do was be the least. That was the simplest, easiest lesson of all.

Clarke McRae Williams: “Today CenturyTel is a publicly held corporation by thousands of people throughout the United States. I feel truly honored to be in the position of the chairman of the corporation. But we’ve got so many young people who are running the company who are doing a great job. We were written up in *The New York Times* recently who said Century is one of the best-managed small telephone companies in the United States. Well, I took a lot of pride in that, in that our people are doing it. It’s not me. I learned a long time ago that I did not know what I really needed to know so I had to try to engage people who knew what to do. If it’d been all my figuring on it, we probably wouldn’t have gotten anywhere. It really belongs to other people who have brought Century to where it is. And I just have a really great pleasure in seeing the young management that we have here now. We have Glen Post as our president and he’s doing a great job. As you know for about seven years, our son Clarke Junior was the president and he brought us along and did a great job and had us moving really well. And when he was disabled, Glen has taken over, has never missed a beat and is doing a great job. The article in *The New York Times* just makes me feel great to know that we have been recognized as a company that is doing a great job.”<sup>2</sup>

<sup>2</sup> Clarke Williams, Sr. interview, *KNOE Special Report* with Jamie Patrick, KNOE TV8 News, ©1992 Noe Enterprises, Inc.

Clarke McRae read Wade's Drug Store newspapers cover-to-cover, incredulous that world shock waves Bonnie and Clyde and Huey Long rippled from Louisiana. In the depths of the Depression, their deaths were deeply personal and for the same reasons. They had the guts to call out the powerful and they had been silenced. Newsboys shouted from street corners while radio announcers shouted from the heavens, all while Hitler and Mussolini shouted across Europe. From capitals to street corners, peace was unraveling.

UAW riots at Ford and General Motors increased. In Chicago, ten Republic Steel workers were killed when a company picnic turned violent. Across the world, hungry people smashed into grocery stores. For introspective teenager Clarke McRae, stately Oak Ridge contrasted sharply with the tempest falling around them. He realized that while death might neutralize bigger-than-life personalities, the needs of people they had championed never changed.

He was used to his parents' desperation, the short money, the tight budgets, and the ever-present wolf. But he also watched Will and Marie refuse to give up. The teachings of the man from Galilee seemed to offer a rock-solid reference in a world gone mad. Jesus was a man who worried not one whit about Earthly wealth and, in fact, left a resounding message that wealth only masqueraded as happiness. Clarke didn't have to stand on many post-bellum porches to observe that those families who gave money the greatest importance wound up the saddest. They worried when they had money, when they lost money, when the world threatened to take their money, and when the world remained eerily silent, and they passed that anxiety on.

The Williamses, as hungry as everyone else, chose instead to have faith, and that was amazing to their son. While his mother worried, his father kept a sense of humor, laughing away at the tough times he'd seen. Will Clarke passed on to his children the knowledge that all anyone truly possessed was faith. Faith allowed one to shift focus off his problems, help others with theirs, and solve both. In a world jumping from one calamity to another, Clarke learned to anticipate cycles, not to fear them.

From the pulpit and elsewhere, the young man learned that all answers resided in scripture. The Holy Bible became his constant companion and not just on Sundays at Oak Ridge Baptist Church. Coming of age in Man's worst economic time, Clarke found within those covers the secrets of human nature, eternal reference points unchanged since Adam and Eve. Because most did not actually read the Bible, he began to see patterns others couldn't see, revelations that seemed to surprise everyone but him. Clarke McRae saw that the temptation to be selfish usually triggered a downfall. He saw that reactions to obstacles made the difference. That's why Christ taught, encouraged, accepted, and revealed but ultimately left each person to make his own choice. Salvation was not a series of laws; it was about growth, about living at a higher level, about

parceling out one's life to as many others as possible because the combined effect of friendships was limitless. At a time when boys were learning to blur right and wrong, Clarke focused more sharply.

High schools in 1939 graduated students in the eleventh grade and in Clarke's senior year, a front page story in the *Morehouse Enterprise* caught the 17-year-old's eye. One of Morehouse Parish's claims to fame, coffee baron William Reily, who grew a corner store in Bastrop into a coffee empire in New Orleans, was celebrating his 80th birthday. His unpretentious estate "Kalorama" overlooked nearby Collinston. Showered with kudos statewide starting in the *Times-Picayune*, Reily told reporters, "I've found the Golden Rule to be the best philosophy of life and...after more than three-quarters of a century of life, I have reached the conclusion that the only happiness one derives from life is the happiness he gives to others."<sup>3</sup>

Oak Ridge had its share of business drama, rumors, fights, and feuds, so Clarke found it refreshing that a millionaire from Morehouse Parish confirmed what Clarke had hoped, that a man could succeed in the world by being kind and humble, perhaps even soft-spoken. Reily obviously had helped many people along the way and they had returned the favor, making him a fortune in the process. Clarke read Reily's words again: *The only happiness one derives from life is the happiness he gives to others.*

<sup>3</sup> *Morehouse Enterprise*, March 9, 1939, front page



The son realized that he owed more than his life to Will. It was Will who had started Cumberland Telephone at the dawn of the Twentieth Century. It was Will who swung from poles in the dry winds of West Texas and fell in love with an operator's voice. It was Will who challenged that girl to meet him in Fort Worth. It was Will who studied Louisiana phone systems while at Southern Bell. And finally it was Will who bought fledgling Oak Ridge Telephone amid economic chaos, jumping from employee to owner. To Clarke, his father was nothing short of a genius. Very few took risks and, while Will had never made it to the top, the father had smoothed out a path as best he could for his son. Will had inspired him not just to take a job but to build something he could call his own. Even with thin profits, a man building his own company would always find the venture worth the risk. In the final summation of Will's life, his son realized he had taught him the most important human need of all, real freedom. Whether or not he achieved wealth, he could be free.

Many times he had heard Will explain his lack of worry with quotations from the "Sermon on the Mount."

*Consider the lilies of the field, how they toil not.  
Neither do they spin, yet Solomon in all his glory  
was not arrayed as one of these.<sup>4</sup>*

The passage was never a license to be idle. As Clarke grew older, he understood Will's use of it to mean that a person should always consider why he is working, that a man should not waste his life in mindless drudgery, and that no amount of fretting ever improved anything. Dramatics prevented clear thought and that created bad decisions. The beauty of the lilies simply existed by the hand of God; the lilies simply *were*, through no effort of their own. In the same way, the beauty of the moment was a person's choice to either revel in or miss altogether. Happiness came in savoring love, smiles, relationships, successes, celebrations, songs, children, holidays, laughter, satisfied customers, and, in short, in giving more than receiving. All these truths Will Clarke had learned in his sixty-three years and taught his son.

Sixty-three is young and, while Will's death came too soon, he had accomplished what Clarke chose to believe was a God-given mission. There was a reason Will had not been the one snatched off that train. His father confided a couple of times that had his leg been one inch farther out, Clarke McRae Williams would never have been born.

Life traveled silently within a thin margin of fate, Will Clarke's a mere inch. Clarke McRae looked himself in the mirror, knowing he was there but for his father's leg resting an

<sup>4</sup>Luke 12:27

inch closer to some faraway bridge. Every decision a person made rippled down to so many others. Success didn't come by drifting; success was the sum total of those decisions offset by something mysterious and unpredictable called *luck*. Together, decisions and luck formed timing. He left the unpredictable to God, knowing that conscious decision-making had far more to do with outcomes, and that decisions required education and effort.

No one in telephones could see with any clarity how the race to gobble up independent companies would shake out. In 1956, sixty years after Alexander Graham Bell's patents expired, Congress, the Federal Communications Commission, and the Department of Justice accused Bell Telephone and parent AT&T of intentionally shutting out other companies to monopolize the industry. Regulators slapped a moratorium on Bell against all further acquisitions. With the dragon held back, independent telephone companies began bidding wars for smaller independents. General Telephone and Consolidated Telephone emerged as winners. Nearly frozen out for lack of substantial backing, little United-Marion-Plain Dealing-Oak Ridge-Northern Arkansas Telephone couldn't compete. All Clarke Williams had to go on was literally a wing and a prayer, a faith in himself, and a faith in others. Because he had never had money, United's value vested in him and in the trust he placed in others. His value was intrinsic because he genuinely liked people and never deviated from treating them right no matter whose economic interest it served. He was David in a sea of Goliaths who loomed bigger by the day. But his faith elevated to meet the challenge. He believed God designed impossible odds specifically to demonstrate an awesome power outside the realm of reason. Clarke believed like all Davids that one insignificant but well-placed stone could change the world.

That stone was his unstoppable personal magnetism. His devotion to tomorrow drew him ever forward and people sensed he would not be denied. They latched onto this quality and tried to learn it, knowing that as long as Clarke Williams was around they could laugh, learn, and profit.

With reorganization, solid financing, diving interest rates, and climbing revenues, Century's stock rose dramatically. *The Wall Street Journal* reported that the revenues of little independents were trending up, while returns for giant AT&T were declining. But those climbing figures were about to plummet. In 1974, the U. S. Justice Department had filed suit, *United States vs. AT&T*, calling Ma Bell's hand once and for all. *Western Electric's* immense capitalization not only produced cutting-edge technology that kept AT&T ahead technologically, *Western Electric's* huge "monopoly profits," as determined by the Federal Communications Commission, were also subsidizing AT&T's networks in direct violation of U.S. Antitrust laws. If AT&T kept artificially low rates, it could strangle neighboring independents out of their profits.

For six years, Clarke and Clarke Junior watched events unfold, anticipating as Century surged ahead. To appease regulators, AT&T lawyers made the radical offer to break up the Bell System completely in a move to keep control of high-profit *Western Electric*. On January 8, 1982, U. S. District Judge Harold Greene took AT&T's offer and with a bang of the gavel shattered the world's largest corporation into seven Regional Bell Operating Companies. But Greene had his own shock in store for AT&T: He split control of *Western Electric*, spinning off half of Bell Labs and all the Bell trademark and Yellow Pages to the seven so called "Baby Bells."

Century's directors celebrated. One-hundred-year-old American Telephone & Telegraph had at last been humbled. For independents, the gold rush was on. Without cowering to the giant, they could now compete in every area, especially in the lucrative long distance market. But the two Clarkes saw before nearly everyone else something completely different on the horizon. The timing of the Bell breakup was not mere chance. Far more important than old ways of communicating, now into view came *personal computers* and with them *the Internet*. The Internet would need connectivity, and telephone systems offered the only networks.

Starting in the United States, the Internet would change life as everyone knew it. Interconnectivity was made possible by a juggernaut revolution in science as the electronic world turned from analog signaling—the use of electromagnetic waves and pulses—to something called *digital*, the conversion of analog information streamlined into "bits" using the binary system of 0's and 1's. Alexander Graham Bell had converted voice sound waves into electrical pulses across metal wire. Now, a century later, high speed computing could convert the electrical analog pulses into lightning-fast digital codes that could transmit far more efficiently using far less energy. The breakthrough led the way for another revolution called *cellular*.

Clarke had witnessed rapid changes but nothing like this. He and Clarke Junior saw that telephones would soon come off the walls and out of houses and move to, of all places, everyone's automobiles and perhaps even into their pockets. The concept was so science fiction that few

comprehended it and fewer still believed it.

Clarke Senior believed. His dream and that of every person who'd climbed poles in the dead of winter was finally coming true: Thousands of miles of wires, poles, and insulators would finally turn obsolete. Car phones had been around since the 1960s but only for the rich. During the 1970s, some bigger farmers around Oak Ridge and Morehouse Parish had begun installing large cumbersome radiotelephones and transmitters in vehicles at high monthly fees. Calls required a mobile operator to dial the number and close proximity to infrequent mobile phone towers. With limited frequencies, in most areas only three customers could make calls at the same time. Near urban areas, customers often waited thirty minutes before they could make a mobile call and by then many were out of range.

Clarke Senior had never considered jumping Century into the mobile telephone business because infrastructure was cost prohibitive. Radio tower and telephones required a great deal of electrical power to transmit and receive. But he had been aware of the coming portable trend as far back as 1972, when Amos Joel of Bell Laboratories developed the concept of a cellular switching system, a series of transmission towers unlike radio towers. Instead of transmitting circular omnidirectional beams, cellular towers radiated focused, directional beams relatively short distances.

Three antennae forming a horizontal triangle topped the cellular towers. Each antenna would beam in one direction. The three together created hexagon-shaped coverage, and an array of such towers puzzled together provided coverage in the design of a honeycomb. To minimize interference with the towers next to it, each tower in the series would use a different frequency. By building out a series of cellular towers, a mobile *cell* telephone could automatically hopscotch, not from one tower to the next, but to the next tower using the same frequency. As more towers rose closer together, especially along roadways, the telephone itself would use less energy to communicate with the tower, substantially prolonging battery life and range. Joel's concept was brilliant a decade in advance.

Clarke felt that in this cataclysmic shift the Lord was presenting the time for a long-awaited change. Communication was shifting from ground wires to airwaves, from analog to digital, and ultimately from desks and kitchens to cars and pockets, all as Ma Bell was fracturing into twenty-two independent telephone companies.

In 1981, the Federal Communications Commission divided the United States into 734 geographic markets called *Cellular Market Areas* and split the 40 MHz allocation of bandwidth into two 20 MHz channel blocks. Channel Block A went to non-wireline carriers, while Channel Block B went to landline carriers such as Century. Clarke Junior jumped at licenses for B Blocks in the fourteen states where Century operated 200,000 access lines. But because applications flooded the FCC, Congress immediately realized that vetting each applicant for expertise would take years and stop the new technology cold. They passed the Omnibus Budget Reconciliation Act of 1981, adding subsection 309i authorizing the FCC to grant licenses on the basis of random selection or lottery. The FCC would hold back the top 30 markets so that experienced telecommunications competitors would bid for them. The FCC didn't want to risk a flood of non-telephone speculators driving up costs for the consumer. The commission was also directed to favor "underrepresented" groups such as women and minorities "to foster diversity in ownership of mass media."<sup>5</sup>

While the FCC established a lottery mechanism, Clarke Junior and his team researched Century's fourteen states to find customers who could most afford the new but pricy mobile phones. Topping the list was Michigan, where for a dozen years Century had owned and operated the Central, Midwest, and Public Service Telephone companies. With nine million people, eighth most populous state in the country, Michigan families earned above-average 1980 household incomes of \$19,200. But the most telling factor for both Clarkes was a very high home ownership rate, 73 percent, the second highest in the nation. The two-peninsular state would be Century's first cellular gold mine. After polling his father, board members, and Glen Post, Clarke Junior launched some major horse-trading with officials of Continental Telecom of Michigan. Clarke picked out five Century exchanges in four states contiguous to Continental's holdings. Both boards agreed to swap Continental's 35,000-customer Michigan exchange for Century's 11,000 customers of Elberfield Telephone in Indiana, Uniontown Telephone in Kentucky, Century Telephone in Texas, and two exchanges in Missouri. Clarke made up the difference in customers with \$12 million in cash. Since no one could predict who would win the licensing lottery, Clarke's team signed partnership agreements with all other Michigan wireline carriers for participation in Flint, Lansing, and Grand Rapids. Part was better than nothing, and with FCC approval, "Century gained 20 percent of the cellular market in Grand Rapids, 17 percent in Lansing, and 15 percent in Flint," Clarke Junior told Wall Street analysts. "With the breakup of the Bell System, we are currently the seventeenth largest exchange telephone holding company in the United States...and the eighth largest non-Bell telephone company."<sup>6</sup> Century had clinched Michigan, grabbing the whole state before GTE and others could turn around. It was Clarke Junior's first big win.

<sup>5</sup> *The Communications Act: A Legislative History of the Major Amendments, 1935-1996*, by Max D. Paglin, James R. Hobson, and Joel Rosenbloom; ©1999 Pike & Fischer, Silver Spring, Maryland.

<sup>6</sup> *Wall Street Transcripts*, "Remarks by Clarke M. Williams, President CTL, to the Financial Analysts of New Orleans, May 9, 1984," published July 2, 1984.

Clarke Senior was proudly thrilled by the way his son had played chess on so large a geographic chessboard, much more complex than when he started. He was also thrilled that his dream was coming true, that finally all those small, insignificant exchanges had become a huge, valuable network. As Clarke Junior took the reins, both were grateful that Clarke Senior had had the foresight to buy all those mom-and-pops at just the point in the 1950s and '60s when their owners wanted out. Yes, for many years Clarke had tiptoed along the edge of bankruptcy, and several times he'd felt that God had stayed his hand from throwing in the towel. Many nights he had spent convincing Mary Kathryn to stay the course and not to worry. He knew he had strained the bonds of their marriage. Now, as his son sailed the company into stormy technological seas, he found himself again worrying that his life's work might be at risk.

Virginia Boulet, CenturyTel attorney: "I don't think Mr. Williams was convinced that cellular was the wave of the future, that you could drive a car 60 miles an hour down the highway while talking and seamlessly hand off the call to another tower. That made no sense to him. And he was not convinced that people were going to need that phone in their pocket all the time. It was at that point when he said, 'You know, it's time we got someone younger in here because this is an age-driven thing. People my age are not that dependent on being in constant communication. But I see it, I see my son-in-law taking his pager to church, for goodness sake! These people need to be in contact.' And that's when he said it was time 'for Clarke Junior to run this company because he does have that vision.'"<sup>7</sup>

<sup>7</sup>Virginia Boulet interview, Oct. 22, 2012, New Orleans, Louisiana.