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DIVERGENT PATHS BRING CANDIDATES TO ONE GOAL

FROM RICHES TO RAGS TO HIGHER OFFICE, LT. GOV. GRAY DAVIS BRINGS WORKERS' CAUSES AND A RECORD OF AFFIRMATIVE ACTION SUPPORT TO FOREFRONT

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Caption: San Jose Mercury News

Photo 1, Gray Davis and Dan Lungren; Photo 2, Gray Davis met with supporters at an environmental event with President Clinton in San Bruno; Photo 3, Gray Davis kisses his wife, Sharon, on the forehead; Photo 4, Dianne Feinstein gives her support to Gray Davis. (AP)

SELF-ASSURED and smart as a whip, Gray Davis settled quickly into student life at Stanford University. The product of prep school and private country clubs, Davis pledged the popular "jock house" Zeta Psi he was a natural at golf.

But Stanford in the early 1960s teetered on a precipice of change. Civil rights was entering the college consciousness. Ken Kesey was banding together his countercultural merry-makers on Menlo Park's Perry Lane. Vietnam was a country in chaos.

None of this distracted Davis, who had set his sights on the varsity golf team; he made it, with a handicap of 2. But like his country, his own life was about to be thrown into turmoil. After years of drinking and running up debts, his father the man who gave Joseph Graham Davis Jr. his name abandoned his wife and five children. Davis' mother sold her jewelry to pay the bills and told Gray, the oldest, he would have to find

work. He took a job dishing up dinner for his frat brothers.

Gray Davis, whose buddies included the son of a Hollywood producer and the son of the owner of Beverly Hills' Brown Derby restaurant, was no longer sitting at the table with his well-heeled friends. He was serving them meat loaf and mashed potatoes. The "riches to rags" story, as Davis once described it, gave him a new determination to be nothing like his father and helped shape him into the politician he is today.

Forced to curtail his spending and become a father figure for his younger brothers and sisters, Davis learned discipline, duty and frugality.

"He lived in a fantasy world," Davis said recently of his father. "He always had this great new job and all these wonderful things were happening. I would want to believe they were true. But, in my heart, I knew they were probably B.S." At 19, Davis began what would become a 30-year separation from his freewheeling father, an ad salesman for Time Inc. who died in December 1996. "Gray's father was outgoing, always the one to pick up a round of drinks. But he would make lots of promises that he would never keep," says Sharon Davis, the candidate's wife of 15 years. "Gray was determined not to be like that."

The sober-minded Gray a nickname he received from his mother grew into a temperate politician who has carefully plotted his ascent over a generation, mostly avoided grandiose promises and developed a near-phobia about disappointing anyone he may need to complete his quest for the pinnacle of California politics.

Calculating his positions

"He's really skilled at knowing what can hurt him," says Richard Steffen, who first worked with Davis in the Brown administration and then became chief of staff to Assemblyman Davis in 1982. As he has moved from Stanford golfer to Vietnam soldier to Jerry Brown's chief of staff to lieutenant governor, Davis, 55, has survived by digging in and committing to the job at hand, shedding beliefs when he could no longer afford them, modifying others to meet the needs of the moment, shaping himself in tiny steps to achieve the job he's been aiming for most of his adult life. The candidate who called himself a "true liberal" as recently as 1992 today is advertising himself as a crack-the-whip crime fighter and fiscal tough-guy.

Davis "is a hard man to get your hands around," one of his

advisers privately concedes. His first official day on the primary campaign trail in March started in the poor, mostly Latino Mission District of San Francisco. He surrounded himself with some of the state's most liberal politicians in Sacramento, and ended the day at a Mexican restaurant on Los Angeles' Olvera Street.

But in July's first general-election debate with Republican rival Dan Lungren, Davis invoked Ronald Reagan's name and cited Singapore's notoriously tough criminal sanctions as a model California should emulate. His first television ads of the summer touted his support of three-strikes sentencing laws and his work to put Medi-Cal scam artists behind bars.

If his come-from-behind primary win is any indication, the prudent politician with the ramrod-straight posture, wrinkle-free suit and pallid complexion appears to be riding a wave of reaction against 16 years of Republican governors in the statehouse and eight years of a colorful Democrat in the White House. He may yaw and pitch in California's turbulent political air space, but in a campaign year when blandness and moderation are hot selling points, Davis' supporters argue his deep experience and circumspect nature would make him a reliable, if predictable, governor.

"Radical" is hardly in the vocabulary of a man who relaxes by watching golf on television, starts every day with at least 30 minutes on the StairMaster and requests the dressing be left off his Caesar salad. Davis' proposed solutions to the state's problems tend to be the most practical and palatable. His most prominent education initiatives in the primary were more money for textbooks and a call for parents to help their children with homework. A solution to gun crime was better-trained gun owners.

And if pushed into a corner by his opponents, Davis often will make concessions. Al Checchi, a primary rival, forced Davis to support more rigorous, mandatory testing of teachers. Jane Harman, the other major rival, drove him to call for licensing of handguns.

In the general election matchup, Lungren's strong support for school vouchers has prompted Davis to reconsider his position. During the televised portion of an August debate, Davis presented an emotional defense of public education, arguing that allowing parents to use tax dollars for private school tuition would be the equivalent of abandonment of public schools. Then, in a post-debate press conference, Davis offered that vouchers could be a solution, "if everything else fails."

The calculating Davis seldom jumps feet-first into controversy. Instead, he tries to finesse a neutral position when powerful interests collide and then at campaign time shows up at everyone's door, hat in hand.

This spring, Davis faced an uncomfortable choice: whether to support the Silicon Valley-inspired initiative to remove all caps on charter schools. If he sided with valley executives, whose influence and campaign contributions can't be ignored, he would risk his cozy relations with teacher and school unions; their members would lose protections in charter schools, which are free from most public-school mandates.

Davis placed a call to Speaker of the Assembly Antonio Villaraigosa, who along with some Democrats had been resisting charter schools. Davis told the speaker he would probably have to support Silicon Valley on this one, but he offered this advice: The anti-charter school Democrats could win more concessions from the backers of the ballot initiative through a legislative solution, slowing the school-reform movement.

It was Checchi who ultimately persuaded Villaraigosa, a Checchi supporter, to craft a compromise bill that pleased initiative sponsors enough to call off their ballot effort. But Davis says his cell phone call, which he invited this reporter to hear but not write about until a resolution had been reached, helped grease the wheels for compromise. He also avoided crossing any powerful or longtime contributor in a year when he would need them most.

As a result, Vice President Al Gore headlined a high-tech-dominated Davis fund-raiser last month at the Palo Alto home of Netscape founder Marc Andreessen, organized by venture capitalist Brook Byers and consultant Regis McKenna. And in late June, the California Teachers Association came through with an endorsement of Davis that included a check for \$250,000, helping him launch an early August television ad campaign.

For all his cautiousness and attendant political success he's won four of six elections Davis has not always been in lock-step with the electorate. In fact, he has been on the wrong side of the majority of voters on several of the hottest ballot initiatives of the past two decades, starting with the Brown administration's opposition to the landmark property tax cutting measure, Proposition 13. In the 1980s, he was silent on the recall of Supreme Court Justice Rose Bird, who was lambasted for holding up death penalty cases.

Today, he says he has always been a staunch supporter of the death penalty and stayed out of the Bird recall only because she was a friend. In the 1990s, he's been a vocal opponent of the three most controversial ballot measures: anti-affirmative action Proposition 209, anti-immigrant Proposition 187 and anti-bilingual education Proposition 227. He has slammed Gov. Pete Wilson as a race-baiter for backing those measures but has vowed to uphold the law and not push for repeal if elected.

Early lessons

Striving to appeal to a California electorate split along geographic, ethnic and socioeconomic lines, sometimes Davis casts himself as something he is not. His oft-repeated line, "I'm an immigrant, too from the Bronx," elicits chuckles from audiences. But Davis spent most of his early years in the affluent Connecticut suburb of Greenwich before moving at age 11 to West L.A.'s Brentwood district. His mother traveled to the Bronx for his birth only because that's where her doctor was.

When looking for spiritual guidance, Davis straddles two religions. The practicing Roman Catholic often turns to a book, "What This Modern Jew Believes," when preparing speeches. He struck up a friendship years ago, at the start of his political career, with the book's author, Rabbi Isaiah **Zeldin**, a popular West Los Angeles cleric. **Zeldin** founded the Stephen S. Wise temple, the largest congregation outside New York. The West Los Angeles Jewish population is largely Democratic, and is a fund-raising base for Davis. For more than a decade, he has attended High Holiday services there. But at wife Sharon's urging, Davis renewed his Catholic faith about three years ago. Earlier this year, the couple were "remarried" in the Catholic church and they now belong to Beverly Hills' Good Shepherd parish.

Davis sees no inconsistency in attending both Jewish and Catholic services: "I think there are a lot of similarities between Judaism and Catholicism. For one, they're both very big on guilt." Asked to describe his faith, Davis responds, "I feel there are higher powers at work that influence events. And it's very reassuring to know that someone else is in charge, in other words that the weight of the world is not on me. I have to do my part, but there's someone else doing the heavy lifting."

Growing up in a nominally Republican home, Davis had two distinctly different models from which to mold his character:

a taskmaster mother who admonished her children for bragging, and a gregarious father who drank a lot and told tall stories. His mother came up with the name Gray short for Graham because she feared her son would end up "Little Joe." He also inherited his mother's thick, hurricane-proof hair.

Davis likes to say he was the last of the goldfish-swallowing generation when he arrived at Stanford as an undergraduate in 1961. But by his senior year, in 1964, the free-speech movement had come to Berkeley. "It was really a time when students were waking up from the 1950s and getting involved in things," says Frank Dubofsky, who was in the Zeta Psi fraternity with Davis.

Davis was a bit of a loner who "you wished would lighten up a bit, smile a bit," Dubofsky remembers. No one then would have picked politics as his future.

To make ends meet at Stanford, he joined ROTC for its \$300 a month stipend. He won his spot on the golf team and graduated cum laude, with a major in history, before heading to law school.

To weather the family breakup, his mother had moved the four younger children back to the East Coast. She asked Gray to attend Columbia University in New York for law school instead of his preference, Stanford. The household needed a stabilizing influence. Davis obliged.

If his father's departure served as Davis' coming of age experience, then Vietnam was his political awakening. By 1967, with Americans beginning to question the U.S. role in Vietnam, Davis had run out of student deferments. Fresh out of Columbia with his law degree, he had to fulfill his ROTC commitment of two years on active duty. In December 1968, just before Christmas, he headed for Vietnam, and an experience that Davis says gave him his first real taste of how unfair life can be.

Davis' job as a member of the Signal Corps in Vietnam was to deliver radio equipment by helicopter to troops on the front lines. He said he "got caught up in rocket attacks" every few weeks, and the helicopter "was hit a few times." But more traumatic for the impressionable Davis was the fact that few of his frat brothers or law school classmates were in Vietnam. Even fewer were on the front lines.

"I was pretty naive growing up, and I just thought everyone did their duty. America was fighting a war, everyone kind of had to share the burden," Davis recalls. "The burden of this

war fell disproportionately on minorities and whites who were less well-educated." He adds: "That's why I'm a Democrat."

He was awarded a Bronze Star for his year in Vietnam. Wary that he may give his more liberal audiences the wrong impression, Davis often calls the war "ill-conceived" and asks them not to "think I'm a hawk."

The fledgling politician

Davis came back to the States a different man, with a more critical view of how America treated its poor and minorities. He looked around for someone who shared a similar view and found it in Tom Bradley. He joined the team that in 1972 got Bradley elected the first black mayor of Los Angeles.

His appetite for politics whetted, Davis, at 31, somehow thought he was ready for statewide office. He chose the 1974 treasurer's race, though he says now that he knew nothing about the job. And no one apparently cared to know much about him. Not a single reporter appeared at a Sacramento press event to kick off his candidacy. With nothing to do, he dropped in to a showing of "Deep Throat."

It was an inauspicious start for Jerry Brown's soon-to-be chief of staff, who would earn a reputation as a master manipulator of the media. Davis is credited with one of the lasting symbols of the Brown era: replacing the governor's state limousine with a compact Plymouth Satellite.

On the campaign trail, Davis struck up a relationship with the 36-year-old Brown. Both had been written off as too young and too inexperienced for statewide office. Davis lost but Brown won. By January 1975, he was the chief of staff to the governor of California, at the age of 32.

In California, after eight years of Ronald Reagan in the statehouse, Brown and his mostly under-40 inner circle were a cyclone of fresh air. "Gray would try, in almost a superhuman way, to put some order on the whirling dervish that was Jerry Brown," says state appellate court Justice Marc Poche, who served as Brown's legislative liaison.

"The attraction for Gray was clearly the experience and the power, and I think the attraction for Jerry was he knew he needed a hard-ass former Army man to run the show," says Bill Press, another former Brown administration member who squares off with Pat Buchanan on CNN's "Crossfire." "Gray was constantly frustrated and rebuffed by Jerry, sometimes haughtily dismissed by him," Press says. "But Gray always

kept a certain balance and sense of humor about Jerry. I think the two appreciated each other's strengths."

Defeat and victory

Near the end of the Brown administration, Davis shed his shadow status and turned to grooming his own political future. In 1978, Davis had met Sharon Ryer, a PSA flight attendant who loudly chastised him for using his clout to hold up a plane full of passengers so he could board late. Then he kept showing up on her flights. Love took wing, and the two were married in 1983 in a ceremony conducted by then-Chief Justice Rose Bird.

The same year, Davis, by then 40, became an assemblyman from Beverly Hills. In that role, he pushed highly visible causes on behalf of victims of hate crimes and civil rights abuses, and against slumlords, toxic polluters and child abductors.

Higher office beckoned in 1986. Davis became state controller, campaigning on a theme that would have made his mother proud: thrift. He spent eight years holed up in one of the most mundane, low-profile statewide elective jobs, serving essentially as the state's check writer. But he used the position to build up name recognition, helped by the fact that his name appeared on state tax refund checks.

He also found an outlet for his social agenda. In his role on the state lands commission, he sought to block oil drilling off the coast. He led a bus protest when then-Gov. George Deukmejian cut state family planning services. He sued Gov. Pete Wilson to protect state workers' pay and, against Wilson's wishes, released Medi-Cal payments during a long budget stalemate.

Davis' run for the U.S. Senate in 1992 was mistake-prone. It ended in a humiliating primary loss. During what was dubbed "the year of the woman," Davis tried to portray himself as the genuine feminist in contrast to the far more popular Dianne Feinstein, who in 1990 had narrowly lost the governorship to Pete Wilson.

Desperate to get traction, Davis ran an ad that still ranks in the annals of California political history as one of the nastiest. He compared Feinstein, who had been slapped with a fine for campaign-fund violations, to jailed tax evader and hotelier Leona Helmsley. The response was deafening: He was booed when he showed up at a Democratic unity event.

But that loss didn't keep the unsinkable Davis down long. In 1994, the year of the Republican revolution, he beat a female Republican state senator from Orange County and was swept into the lieutenant governor's office even as the GOP captured the U.S. House of Representatives, the state Assembly and five of eight statewide jobs.

As a Democrat serving under a Republican governor, he used his position most visibly as a member of the University of California Board of Regents to wage high-profile campaigns. In 1995, he unsuccessfully battled Ward Connerly's bid to end affirmative action programs in the University of California system. But he thwarted Pete Wilson's attempts last year to deny benefits to the domestic partners of university employees.

"There is a very passionate side to Gray when it comes to social justice and equality of opportunity," says Richard Maullin, who's known Davis since their days with Jerry Brown and now is part of his campaign polling team.

He had to reach deep once again during the gubernatorial primary campaign in March: for patience when friends scattered, discipline when donors scoffed, and frugality when opponents launched \$1 million-a-week ad campaigns. He was too short of cash to wage a television campaign.

The loyalist, who stuck it out seven years as chief of staff to Brown, was in disbelief that key labor leaders, whose causes he has championed for 25 years, were taking a walk on his candidacy. The state's powerful California Teachers Association had decided to remain neutral. National AFL-CIO chief John Sweeney told people Jane Harman was his pick to win. The media had become obsessed with multimillionaire Al Checchi.

Hat in hand, Davis went begging. "I've been there for you. Now I need you to be there for me," Davis told one group of Democrat activists after another at March's state Democratic Party convention. After all, he pleaded, he was the only candidate who'd paid his dues. Despite the raucous reception he got from the party faithful, few people thought the shopworn veteran with the leaden public persona and nearly empty pockets could win.

On post-primary morning, Davis, who'd been branded a loser by media on both coasts, was the one left standing after the nation's most expensive nonpresidential election ever. He tallied more votes than Republican rival Lungren, who faced only nominal opposition. Humble in victory, Davis took

center stage in the Crystal Ballroom at Los Angeles' ornate Biltmore Hotel.

He wore no "I-told-you-so" look. Instead, co-opting a line from Lou Gehrig, he called himself the luckiest man alive and conceded that events outside his control were mostly responsible for his win.

Propelled by an anti-union ballot initiative, Democratic labor households had turned out in droves and voted for him. His two opponents had reduced each other's campaigns to rubble before they could get to him. Davis also capitalized on voters' distrust of candidates spending millions of their own to promote themselves. "Experience Money Can't Buy," Davis' campaign slogan, was a brilliant stroke.

A comeback for boring

Now that Davis is in the backstretch of the governor's race, he will face some crucial tests of loyalty that will be harder to finesse than before.

Davis, who considers himself a pro-business Democrat, nevertheless has been on labor's side in every major fight of the past 25 years: from implementing collective bargaining for state workers and farmworkers to raising the minimum wage. National labor leaders balked in the primary, but the California Labor Federation endorsed him.

In a speech to a federation convention in July, Davis promised to be there on labor's bread-and-butter issues. He said his first priority would be to revive rules eliminated by Wilson that require an employer to pay overtime after eight hours of work in a day, not only after a 40-hour week.

All this, and more, makes some business leaders uneasy about Davis. More so than Lungren, Davis has relied on a base of large contributors. Organized labor including unions representing law enforcement, teachers, the building trades and state workers has poured more than \$2 million into his campaign since January 1996. Among Davis' biggest challenges is to convince business leaders he won't be beholden to those contributors.

Davis calls business-versus-labor thinking old-fashioned.

"I think some people want to go back to the old days where you were either all one side or all the other," says Davis, adding that he takes his cue from former U.S. Sen. Paul Tsongas: "He said, You can't be for workers if you're not also

for employers.' And then Clinton started to pick up that refrain, and that's why I see no inconsistency." Whether Davis, who calls himself the "true friend to working people," can forge a comfort level with business may be a deciding factor in November's race.

Although he had a 12-point lead in a late August Field Poll, Davis knows all too well how the tide can turn against Democrats when they least expect it. Washington power brokers in both parties have a keen interest in determining who sits in the California statehouse.

"It's the most important race in the nation," says Davis' former colleague Bill Press. "It's an unusual race in that you have two longtime public servants running against each other. It's an election that will be decided on issues and not personality."

That's just what Davis, the man who was once mistaken for a narc at a Linda Ronstadt concert, wants to hear. Speaking for himself and Al Gore at the recent Palo Alto fund-raiser, Davis commented, "We are kindred spirits. In California, boring is making a comeback, big time."

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