

miles west-northwest of Basrah, where three highways, one river, the Euphrates, and a canal came together. It was on the way for anyone going north or west from Kuwait or Basrah. The argument has been made that the Marine battle space was a good fit for the Marine Corps' capabilities, being closer to the ocean, calling for the ability to cross bodies of water, and encompassing cities that a Marine regiment, with its many infantrymen, could subdue more readily than an Army brigade, which had relatively few "dis-mounts."¹²⁹

The I Marine Expeditionary Force took CFLCC's "Cobra II" Operations Plan and used it to develop its own plan, which had four phases and came to include various branches and one sequel. Similar to contingencies that could become part of the plan, the branches included were early military collapse, a variant of "catastrophic success," inundation, which could occur if Iraqi engineers intentionally flooded parts of the region between the Tigris and the Euphrates, and the seizure of the crossings over the Euphrates in and around An Nasiriyah. One sequel, a mission that I MEF could receive after completing the missions in the base plan, addressed the seizure of the oil fields in the north around Kirkuk. The Marines did not view all of the branches and the sequel as equally likely, or any one of them as particularly likely, but wanted to err on the side of being prepared. Speaking about branch plans at his level, General McKiernan referred to "the old adage that you can have a great plan, but the plan [could change at the line of departure for a variety of [reasons] . . . that we don't have a great deal of control over. . . . [W]e ought to . . . have lots of options. . . . [W]e can decide which one we are going to execute to obtain the initiative throughout the fight. . . . [W]e need to go through the planning of different branches . . . so they don't become surprises to us." The general stressed that it was important for the various parts of the joint force to coordinate their branch plans in advance.¹³⁰

The four phases of the plan ranged from reception, staging, onward movement, and integration, commonly abbreviated RSOI, a needlessly complicated acronym for Phase I, or "preparation," which was mostly about deploying the forces to theater and preparing them for combat, to "shaping the battle space" through preliminary attacks in order to degrade Iraqi command and control, and seize key pieces of terrain. This was the phase when various special operations troops under CentCom's Joint Special Operations Command would engage the enemy, especially in the western and northern parts of Iraq,

and there would be air attacks in the northern and southern no-fly zones, which had already done much to ensure air supremacy for the Coalition. Then there was Phase III, which included the main air offensive and decisive ground maneuver. Finally there was Phase IV, post combat operations, which encompassed security and stability operations.¹³¹

Phase III was the heart of the plan; there was amazing breadth and depth to the parts of the I MEF plan dealing with this phase. Phase IV, in comparison, received very little attention.* There was very little guidance from higher headquarters on Phase IV, not even a basic policy decree. Some of the I MEF planners found this troubling and got out ahead of their higher headquarters, making preliminary plans for Phase IV on their own. They realized that, like it or not, the Marine Corps would be involved in Phase IV operations, though hopefully for only a relatively brief period of time. This was, after all, the kind of operation that had traditionally been left to the Army. But as General Conway put it later on, the Marine Corps had "always done windows" and would now do whatever the President, Secretary of Defense, or combatant commander directed.¹³²

A maneuverist, especially if British, might argue that there was too much detail in Phase III of the I MEF plan; it was reminiscent of the bad old days when the Marine Corps prepared "to fight the plan" as opposed to the enemy. In this conflict, British plans tended to be very brief and to the point in comparison with American plans. One British planner, Lieutenant Colonel James Hutton, Royal Marines, could not believe all of the time he spent at planning meetings with his American counterparts, especially the U.S. Navy Sea-Air-Land (SEALs) personnel, who, he thought, tried to plan for every last possibility. It was, he said, "mind-numbing" and inhibited flexibility. He added the thought that the Royal Marines might appear slack by comparison, but they also felt they had more leeway to react to situations as they developed.¹³³ When asked about this topic, the typical I MEF staff officer occupied the middle ground between the SEALs and the Royal Marines, believing that the plan itself was nothing but that planning was everything, because it forced the operators to prepare for a broad range of contingencies. As one of the lead planners, Colonel George F. Milburn, I MEF's Future Operations officer, commented: "[Y]ou have

*As one senior Marine operations officer put it very forcefully before the war, there was "absolutely no plan for Phase IV. None. Zero. No guidance." This was an overstatement. There was always a plan of sorts, but if the word was not passed, perception was reality.

Iraqi Weapons of Mass Destruction

After the various task forces and investigative committees concluded that Saddam Hussein did not have any weapons of mass destruction in 2003, it was easy to forget the dimensions of this threat in the minds of the men and women who were about to go into battle. It was a threat they prepared for and lived with, in many cases for months. Every Marine, soldier, and airman was inoculated for anthrax and smallpox before coming to theater. Once in Kuwait, he carried a set of protective overalls in his backpack everywhere he went—along with rubber boots, gloves, and gas-mask—and was prepared to use his atropine injectors to save himself when the seemingly inevitable attack came and he was “slimed.” When

on high alert, the Coalition forces wore the overalls over their uniforms in the desert heat and continued their mission. The best anyone could say about the heavy cloth protective gear was that it was not as hot as it seemed—and certainly not as hot as earlier generations of rubberized gear. Not only did the Coalition expect to encounter weapons of mass destruction when its forces reached Al Kut on the way to Baghdad, but it also feared that Saddam could launch strikes against troop concentrations, headquarters elements, or airfields in Kuwait, targets that were lucrative, close, and, in some cases, well known to the Iraqis who, after all, had occupied many of the same bases in 1990.

to replan continuously. I honestly believe [that] . . . as Americans we are going to do that anyway. We will plan for the last day. Once we begin executing, we will continue to plan. Our job is to make sure that we can take care of any contingency that comes up and give the CG . . . the game book of all the variations . . . to make things happen to win the campaign.”¹³⁴

There were various estimates as to the length of the war. While some of the early plans assumed a lengthy campaign, in the end the hope, and the expectation, was for a much shorter campaign. Two weeks if it goes well, two months if it does not, was what one of the Army generals told journalist Rick Atkinson.¹³⁵ In early March, General Conway commented that the three weeks predicted by the “talking heads,” retired military officers who had been hired by the networks at home and were very free with their advice, was overly optimistic, because “Saddam has things he could do to slow us down.”¹³⁶ After the war, General Conway’s boss, General McKiernan, remembered that Phase III had been planned “as if there [would be] . . . determined fighting all along the way. . . . There were planning timelines that took it all the way [out to] 125 days.”¹³⁷ One of McKiernan’s planners, Major Evan Huelfer, remembered that General Franks sometimes sang a jingle that went “5-11-16-125,” having to do with timelines: 5 days to position the final airbridge after the President made the decision to launch; 11 days to flow the final pieces of the “start force”; 16 days for the combined air and special operations attacks; and 125 days for the ground offensive.¹³⁸

The uncertainty about timing matched the uncertainty about the enemy. Coalition Forces Command, and its major subordinate commands, seemed to be working off a set of assumptions that various agencies had developed for the contingency. General McKiernan explained those assumptions in an interview a few months later. The Iraqi forces were basically divided into three categories, the regular Army, the *Republican Guard*, and the *Special Republican Guard*. The Iraqi navy and air force no longer posed a threat to anyone but themselves, but there were approximately 21 ground divisions of various kinds and strengths for an estimated total of some 330,000 and 430,000 men. The regular Iraqi Army, which did not appear to be at a particularly high state of readiness, had up to six divisions in southern Iraq, including two that were relatively close to the border—the *51st Mechanized Division*, in and around the city of Az Zubayr near Basrah, and the *11th Infantry Division*, associated with the cities of An Nasiriyah and As Samawah on the border of the western desert. There were two other regular Army divisions in I MEF’s area of operations that bore watching, the *10th Armored Division*, in the vicinity of Al Amarah, and the *6th Armored Division*, around Basrah.

General McKiernan surmised that Saddam Hussein probably intended his forces in the south to be no more than “a speed bump” for the Coalition. They would not put up much of a fight, and the Coalition’s biggest problem would probably be what to do with all of the prisoners of war when they surrendered as they had in droves in Desert Storm. However, he expected that there would be something like a cordon

around Baghdad of four elite *Republican Guard* divisions at a much higher state of readiness to defend the regime's center of gravity. At least two of these divisions, the *Baghdad* and the *Al Nida*, were likely to stand between I MEF and Baghdad. If and when Coalition forces approached the cordon, Saddam might attack them with weapons of mass destruction—that is, chemical or biological agents, which virtually everyone in uniform in the area of operations expected to encounter at some time during a war with Iraq. Inside the protective cordon around Baghdad there was also a “missile engagement zone,” which meant the Iraqis were thought to have good anti-aircraft defenses ranging from missiles to anti-aircraft artillery to hand-held weapons.¹³⁹ The missile zone would be part of an urban Baghdad defense. The *Special Republican Guard*, estimated at around 15,000 soldiers and which was more like a palace guard than an army unit, would be part of that defense. Finally, there were the various irregular formations of paramilitary thugs like the *Saddam Fedayeen*. They were mentioned in most prewar assessments of the opposition, but they were seldom highlighted. The bottom line is that whoever the enemy turned out to be, no one thought the Baghdad fight would be easy.^{140*}

Coalition Forces Command's assumptions were based in part on information collected by various sophisticated “national” means of collection. There was, for example, excellent overhead coverage; you could count the tanks in a tank park without any trouble. Task Force Tarawa's operations officer, Colonel Ronald J. Johnson, remembered he had voluminous order of battle information about the Iraqi Army, in some cases, down to the cell phone numbers of the Iraqi commanders, a truly impressive collection of data. What was lacking was hard information, especially about intentions. No one seemed to know what the enemy was thinking. Who could and would fight? What was the relationship between the regular army and the Ba'ath Party or the various special military and paramilitary organizations that the party had created?¹⁴¹ In another example from the fall of 2002, the 1st Marine Division was exploring these questions and came up short. General Mattis wanted to organize an understudy program whereby his officers studied enemy division and corps commanders in order to understand them. But, given the shortage of human intelligence, “it was very hard, even for these

dedicated young officers who were doing everything they could to . . . get information, to determine what was the background, what was the military school, what was their combat record, what [was] their political record,” in short, to get a feel for their enemy based on the kind of information that military attaches traditionally collect.¹⁴² As late as early March 2003, General Conway complained, in his diplomatic fashion, that there was “not as much intel coming in about Baghdad as we'd like” in order to plan that urban fight.^{143*}

Not much more was known about Saddam Hussein's plans. Even after the war it took months for the Coalition to start to assemble a picture of his frame of mind, which appears to have lacked clarity and been unduly optimistic. He probably believed the Coalition would begin by waging a long air war, which would enable him to buy time for a cease-fire brokered by his friends in Moscow and Paris. Coalition planners generally believed that Saddam placed his hopes in various kinds of delaying tactics, both political and military. But according to a thoughtful article in *The Washington Post* in November 2003, investigators had been unable to find evidence of a coherent strategy for a ground war, such as a plan to abandon Baghdad and fight a guerrilla war, or to use weapons of mass destruction when Coalition forces penetrated too deeply into Iraq, despite interviews and interrogations of many former Iraqi officials and military leaders. A former Iraqi general who had been a division commander, Abed Mutlaq Jubouri, probably summed up the situation accurately when he said that Saddam Hussein failed to prepare his defenses in any kind of rational, systematic way. “There was no unity of command. There were five different armies . . . no cooperation or coordination. As to the defense of Baghdad, there was no plan.”¹⁴⁴

Planners throughout I MEF also wanted more information to drive their planning for Phase IV. There seemed to be even less processed and readily available information about the nature of Iraqi society than about the Iraqi Army—that is, information addressing the degree of popular support for the regime, or the challenges that the Coalition would

*U.S. Army estimates placed some 350,000 soldiers in the regular Iraqi Army and some 80,000 in the *Republican Guard*. (Rick Atkinson, *In the Company of Soldiers* [New York, NY: Henry Hold, 2004], p. 105)

*Historians Williamson Murray and Robert Scates reported that three U.S. Army generals commented that they were astounded by the depth of control the regime had over the people, and that another command was astounded by the tenacity of the individual paramilitary fighters. It was their contention that the various U.S. intelligence agencies should have been able to develop, highlight, and present this kind of information, much of which was freely available on the internet. (Atkinson, *In the Company of Soldiers*, p. 106; Reynolds, Journal, entry for 4Nov03)

face in the wake of “catastrophic success,” the shorthand for what was likely to happen if Saddam Hussein and his sons were overthrown by a sudden uprising. Another way to ask the question was what will Iraq be like after a successful offensive by the Coalition? What was the state of the infrastructure? How did the electricity work? How about the plumbing? What about the economy? Would the civil servants return to work and be able to do their jobs? All that existed in the way of answers to these questions were hazy assumptions that the Coalition might face

a humanitarian crisis, for which it did prepare, especially by stockpiling food, and that it would be able to rely, at least to a certain extent, on Iraqi civil servants to get things going again.^{145*}

*Some of this information existed inside CentCom and at other agencies inside the Washington Beltway. Gen Zinni had organized an interagency war game in 1999 to explore the challenges of rebuilding Iraq if Saddam Hussein were killed or deposed. For various reasons beyond the scope of this monograph, the topic was not a priority either for Pentagon or, by extension, CentCom planners at any time before March 2003.

Chapter 3

Preparing I MEF for War: The Most Important Fight is the First Fight

The major subordinate commands of I Marine Expeditionary Force did not wait for a formal order to prepare for war with Iraq. General Conway, who commanded 1st Marine Division before taking command of I MEF, had exercised the division's capabilities for war with Iraq in the first half of 2002.¹⁴⁶ When he took command from General Conway in August 2002, General Mattis put the division on a virtual war footing. From the outset his guidance was "to physically and mentally focus on one task . . . the defeat of the Iraqi Army and the liberation of the Iraqi people."¹⁴⁷ A few hours after the change of command, he gathered his commanders together in a secure room at I MEF headquarters at Camp Pendleton and told them to enjoy the coming weekend because it would be their last weekend off for a long time. They could take the time to ask forgiveness from the Almighty for what they would do to the Iraqi Army when the time came. In the meantime, he wanted them to train as if this week were the last week of peace.¹⁴⁸

A general requirement for speed of execution and maneuver over distance governed individual and unit preparations. At many levels the division evaluated procedures, organization, and equipment with a view to being able to move and fight rapidly. For example, in September 2002 long-distance communications exercises took place, shifting control back and forth from the forward and the main command posts. Then the division structured its regimental combat teams to make them more robust and able to operate independently. The 5th Marines, for example, were reinforced with a battalion of tanks and a battalion of eight-wheeled light armored vehicles. Similarly, Mattis made sure there were enough tactical vehicles for everyone to ride to the fight and ordered modifications to enable the vehicles to carry extra fuel by welding "gypsy racks" to them, an initiative that did not find favor with the traditionalists in the motor-transport chain-of-command.

This was not simply a matter of general conditioning and preparedness. The division soon went beyond the general to anticipate specific missions, assigning them to subordinate units and staging elaborate rehearsals. This was especially true for what

would become known as the "Opening Gambit," the division's scheme of maneuver for the opening days of the war. Around the division, there were mockups of various objectives in Iraq. At one point the parking lot in front of the division command post was taken over by a vast model of southern Iraq for an astoundingly detailed set of exercises, with toys usually used to create a make-believe world:

The CG decided [that] using . . . Lego blocks to represent every vehicle in the division would be a fine way to visualize the . . . challenges . . . of moving massive numbers of vehicles down . . . the limited [number of] roads [in Iraq]. . . Legos were available in a variety of sizes, and were color coded. Specific colors and sizes would be assigned to a unit's vehicles, then the blocks would be attached to the corresponding plates [!] [for] . . . each of the units of the division. A scaled terrain model was built to replicate the major terrain features in southern Iraq. . . [E]ach battalion walked through its scheme of maneuver, moving [its] . . . Lego pieces in the proper sequence. . . . For each traffic jam of plastic blocks, the . . . audience was forced to ask itself, "Who owns the battle space? Where exactly are the boundaries?" . . . These drills shaped the actions that would take place on the ground in Iraq. . . . For example, . . . the MAG-39 Operations Officer . . . [saw] that the AH-1 . . . [Cobras] were oriented to the east in support of RCT 7's attack on the 51st Mechanized Division . . . at dawn. . . . [T]he pilots would be attacking into the morning sun. The . . . plan was changed accordingly.¹⁴⁹

Conway addressed the issue of supplying Marines stretched from Kuwait to Baghdad. In *Enduring Freedom*, a relatively small force, Task Force 58, had operated successfully some 400 miles from the beachhead. But now planners were talking about taking I MEF hundreds of miles into Iraq. By doctrine such a distance exceeded Marine Corps capabilities and spawned concerns that, logistically, I MEF was



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Prior to assuming command of Marine Logistics Command, BGen Michael R. Lehnert, center, served as head of the joint task force charged with the custody of Al Qaeda detainees at Guantanamo Bay, Cuba. The organization would form the bridge between 1st Force Service Support Group up front and the theater-wide U.S. Army support command.

trying to go “a bridge too far.” From the beginning, many senior officers, starting with the Commandant of the Marine Corps himself, focused on logistics as one of the three potential show-stoppers in Iraq, the other two being weapons of mass destruction and urban combat.¹⁵⁰ Luckily for the Marine Corps, inventive and energetic logisticians were ready to take on the challenge.

The I MEF subject matter expert for logistics was the commanding general of the 1st Force Service Support Group, Brigadier General Edward G. Usher III. General Usher knew the doctrine. The force service support group typically entered a theatre organized in stovepipes, that is, by function; there were headquarters and service, maintenance, supply, engineer, transportation support, medical, and dental battalions. Once overseas, the group tended to establish and maintain large stationary bases. If restructuring was necessary, it occurred in theater. Not flamboyant but thoroughly professional and forward thinking, General Usher decided he would task-organize to meet the challenge before leaving California, a process he started in the fall of 2001. The goal was to create combat service support units that integrated the various functions, something like the combined arms approach applied to combat service support to meet a variety of needs for the supported unit. For example, after Usher’s reorganization there was Combat Service Support Group 11, which was to support 1st Marine Division through a combat serv-

ice support battalion in general support, and three combat service support companies attached to the regimental combat teams in direct support. The battalion was expected to establish repair and replenishment points throughout the battlefield, while the companies followed in trace of the regiments, carrying one to two days of Class I (food), Class III (fuel), and Class V (ammunition) supplies. Another unit, Combat Service Support Battalion 22, was to support Task Force Tarawa, while Combat Service Support Group 13 supported the 3d Marine Aircraft Wing and its innovative plans to push supplies deep into Iraq. Providing general support to I MEF was Combat Service Support 15, required to have four days of supply on hand, as well as a full complement of transportation, engineer, and military police assets.¹⁵¹

For this war there were to be additional innovations by way of putting medical support virtually on the front lines, the shock trauma platoons and the forward resuscitative surgical systems would win praise for saving lives, as well as thoroughgoing preparations to conduct assault bridging operations, which were expected to play an important role in I MEF’s area of operations. The ultimate goal of these preparations was better integration into the I MEF scheme of maneuver, from the initial stages of the planning process through the execution of the plan, and to enable I MEF to push the envelope a good bit further than it had ever been pushed before.

If 1st Force Service Support Group operated at the retail level, its wholesaler was to be the Marine Logistics Command (MLC). Comprising more than 4,000 Marines, mostly from 2d Force Service Support Group, the MLC was under the command of Brigadier General Michael R. Lehnert and remained under the operational control not of I MEF but of MarCent. It was intended to serve as a bridge between 1st Force Service Support Group and the theater-wide Army support command, the 377th Theater Support Command. The mission of the 377th was to support “Big Army” in a land war, as opposed to an expeditionary war, the Marine Corps’ forte. But since the Marines were now preparing to fight a land war, they needed help from organizations like the 377th. General Hailston remembered an initiative to establish an MLC in Korea in the 1990s, and General Usher commented that it was an organization that had grown out of the lessons learned from the Gulf War. That is, the Marine Corps needed something it did not normally have—an operational logistics capability, at the echelon above I MEF. In his words: “the MLC basically [was] . . . our broker for overarching sustainment requirements for the theater.”^{152*}

Apart from such general statements of intent and a study by the Center for Naval Analyses, the Navy's think tank, there was little guidance and virtually no doctrine for General Lehnert to follow in preparing to stand up his command. The general was left basically to follow his own instincts and to learn through trial and error. He was a good choice to run a start-up operation, having recently weathered the challenge of standing up the task force to establish and run the detention center at Guantanamo Bay for the Al Qaeda detainees from Afghanistan. He had done so with just the right mix of common sense, good people skills, initiative, and energy. Now, in the Kuwaiti desert, he would need the same skill set. The MLC might look to the 377th for certain categories of supplies or equipment that were not in the Marines' inventory such as line haul (long-distance trucking) and heavy equipment transporters (usually used to transport tanks to save wear and tear). But if the 377th did not have enough assets to support both the Army and the Marines, General Lehnert would have to find work-arounds to obtain what the Army could not provide, in addition to maintaining wholesale stocks of Marine Corps supplies and ammunition.

Given the emphasis on speed and distance, it made sense for General Mattis to declare his intention to create the "most air-centric division in history" and to forge a close relationship with the 3d Marine Aircraft Wing under Major General James F. Amos. Amos, a former fighter pilot, had a good mix of command and staff time, including a tour as the head of the leadership section at The Basic School and combined/joint tours in Europe. His personal style was, by Marine Corps standards, laid-back; he was unusually approachable and looked for the common-sense solution as opposed to asserting his status or rank. That said, he was nothing if not results-oriented.¹⁵³

What General Mattis said was certainly true, but it was not just the division-wing relationship that mattered; what was forged in 2002 was a very effective division-wing-force service support group team in the best tradition of the Marine air-ground task force. It was the personalities of the leaders, technology, and doctrine that came together to create an unusually powerful force. Precision weapons like the joint direct attack munitions, and changes in the doctrine for close air support, which made it easier to run, even

*By joint doctrine, each Service is responsible for supplying itself, especially with respect to Service-specific items. However, the combatant commander has the authority to create his own logistics structure, especially to designate theater support mechanisms, typically for "common-user" items.

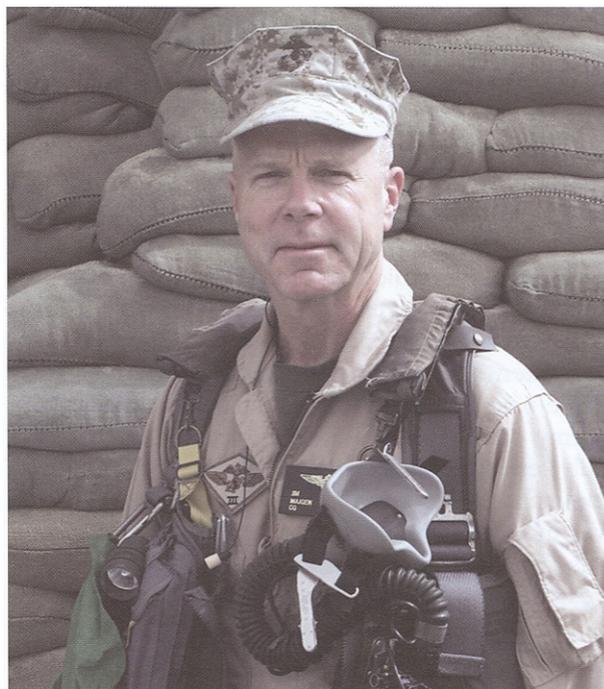


Photo courtesy of Col Charles J. Quilter II
A graduate of the University of Idaho and a naval aviator, MajGen James F. Amos held a variety of operational and staff assignments, including duty with the North Atlantic Treaty Organization, before assuming command of the 3d Marine Aircraft Wing in August 2002.

when no one could see the target, opened up a new range of options. The plan was for Marine air to take on its traditional missions, close air support, casualty evacuation, and occasional resupply, but Generals Conway and Mattis also wanted it to be a maneuver element in its own right, to take on more "independent" missions for the air-ground task force.¹⁵⁴

This meant complicated discussions on what aircraft to bring to the fight and how best to use them. Through the process of global sourcing to augment its own resources, the wing put together an exceptionally robust team that would peak at 435 aircraft and some 15,000 Marines and sailors, making it the largest wing to deploy since Vietnam. The aircraft ranged from McDonnell Douglas FA-18 Hornet and McDonnell Douglas AV-8 Harrier fighter-bombers, to Lockheed KC-130 Hercules tanker/transport, to the same workhorses that Marines on the ground have, quite literally, been looking up at since the Vietnam War, the Bell UH-1H Huey and Boeing CH-46 Sea Knight helicopters. (Some older Marines remembered that the first CH-46s came on line in 1964 and have carried three generations of Marines into battle since then.) Two other helicopters, the Bell AH-1W Super

Cobra, a remarkably versatile platform for close air support, and the Sikorsky CH-53 Sea Stallion, providing a heavy lift capability, rounded out the inventory.

Having more or less resolved the issue of who would control Marine air, CFACC or I MEF, in their favor, the force was largely free to use its air as it wished. The first priority was to gain and maintain air superiority, which would not take too much of the wing's time, given the state of the Iraqi air force and the drubbing that the Iraqi air defense system had taken in Operation Southern Watch, especially in the past few months. The next priority would be enemy command-and-control systems. At least initially, enemy artillery would rank almost as high as command and control on the list of priorities. This was in large part because everyone in the Coalition was worried about Saddam's ability to deliver weapons of mass destruction. (Any other targets associated with weapons of mass destruction that arose would also be a priority.)¹⁵⁵

Many of these targets could be prosecuted as part

Sgt Carlos Carrasco of the 3d Light Armored Reconnaissance Battalion prepares to hand-launch a Dragon Eye interim-small unit remote scouting system at Camp Ripper, Kuwait.

DVIC DM-SD-05-05008



of the "deep battle," deep being more of a concept than a location, although many deep targets would be far from what would pass for front lines in Iraq. The wing would be charged with reducing threats to I MEF before they could close with the Marines, or vice versa. General Conway wanted the wing to be prepared to take on Iraqi divisions that were still many road miles away from division's lead elements, and to reduce their effectiveness before they even started thinking about moving into battle. The *Republican Guard* divisions near Baghdad that were in the Marine area of operations were excellent candidates for everyone's list of deep targets. Closer in, but not necessarily that much closer in, General Mattis wanted the wing to defend his columns as they raced deep into Iraq, destroying enemy formations that could threaten the division's flanks and uncovering any other threats during the Marines' march up-country.

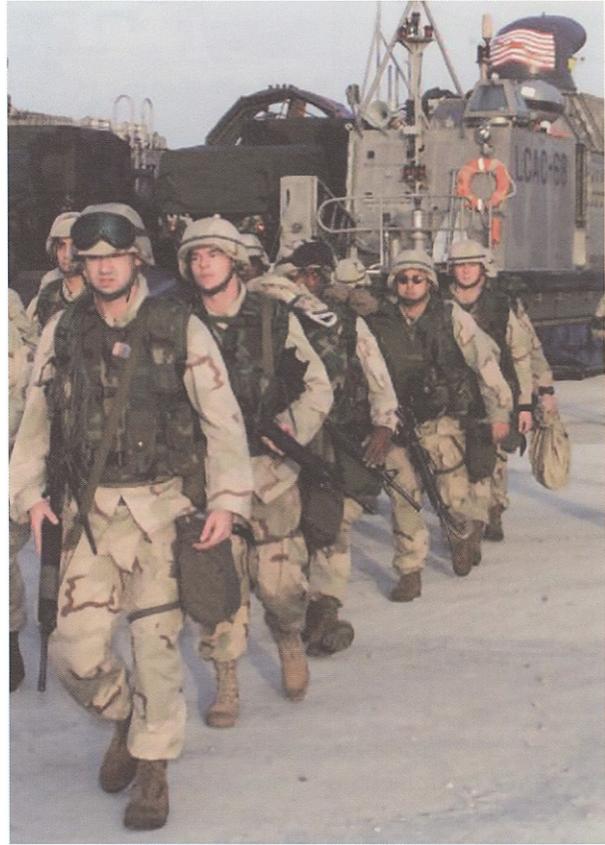
Since the battlefield would be fluid, without well-defined "friendly" and "enemy" lines, careful coordination would be necessary between the Marines in the air and on the ground. This called for some innovative thinking and organizing. The basic policy was to decentralize various functions and to keep them as close to the front as possible. This was true for "direct air support centers, air support elements, [and] imagery liaison cells from VMU [Marine Unmanned Aerial Vehicle] squadrons," flying unmanned aerial vehicles for reconnaissance, which became very popular with ground commanders, not to mention dedicated casualty evacuation and command-and-control aircraft.¹⁵⁶ Each regimental combat team would have its own dedicated aircraft and its own aviation support element. To enable this organization, the wing planned for a number of forward operating bases and especially forward arming and refueling points, the small mobile bases that would spring up alongside the advancing forces. In other words, for instance, if the commander wanted support from the wing, he would not have to work through some impersonal, centralized mechanism that would dispatch airframes from a base perhaps hundreds of miles away. Instead, he could call on the assets that were dedicated to him and that could be rearmed and resupplied locally.¹⁵⁷

Typical of the intense preparations for air-ground cooperation was the rehearsal of concept (ROC) drill at the Wing Operations Center in Miramar, California, on 6 January 2003, with force and division commanders in attendance, along with all of the wing's group commanders. Intended, like the many other drills in Operation Iraqi Freedom, to refine the plan

and make sure that all of the commanders understood it in the same way, this particular evolution was the first of its kind for a Marine air wing, which gives you a sense of how much more integrated the wing, already a major constituent part of the air-ground task force, would be in this fight.¹⁵⁸ The drill laid out the wing's plans for supporting both I MEF and the division; what was clear once again was the extent to which it would not only provide close air support to the ground combat element, but would also serve as a maneuver element in its own right as it attacked deep targets and moved its assets around the battlefield, both in the air and on the ground.

The "shared understanding" that emerged from the wing's ROC drill was one more example of that phenomenon in late 2002 and early 2003. General Mattis used those same words when he described the synergy that developed among Marine commanders at various levels, especially but not exclusively among the general officers who worked so well together under General Conway, whose command style was to welcome newcomers to the fold.¹⁵⁹ The commander of Task Force Tarawa, General Natonski, was happy to find General Conway ready to reach out to "the outsiders" from Camp Lejeune and make them "his own," narrowing the gap (which was as much perceived as real) between East Coast and West Coast Marines. "Shared understanding" continued to make it possible to work smoothly, both in the joint arena and within the air-ground task force, to rely on mission orders and the commander's intent and to operate with lean staffs and a "light" communications suite. The intended result was speed, the mantra that permeated I MEF, division, and wing planning, even before General Franks ordered his commanders to execute Operations Plan 1003V with the memorable words, "Make it fast and make it final."¹⁶⁰

As the drills, and the planning, proceeded, Marines flowed into the country in great numbers. Apart from the Corps-wide "stop loss/stop move" decree, which applied to individuals, one of the most significant events in January was the approval of the deployment orders that began the wholesale flow of I MEF forces to Kuwait. According to I MEF's command chronology, the main deployment orders were 177A, issued on 2 January 2003, and 177B, issued on 14 January 2003. Together these two orders were ironically known as "son of the mother of all deployment orders," the Army's deployment order being the "mother of all deployment orders."¹⁶¹ There has been considerable discussion of the use of deployment orders, with their ad hoc flavor, as opposed



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Marines from the 2d Marine Expeditionary Brigade walk down the beach at a Kuwait Naval Base after disembarking from "Hopper 68," a U.S. Navy air cushioned landing craft.

to the more traditional, and many would argue, orderly, sequenced deployment data process.¹⁶² The Pentagon decision to use deployment orders, apparently in search of strategic and political flexibility, did not meet with universal approval in the field. For one thing, it made planning that much more difficult, as each deployment, at least in theory, stood alone. Planners remember feeling that they needed to change the plan every time they generated a request for forces, which would go to the Office of the Secretary of Defense for approval and, with luck, turn into a deployment order. But the basic problem was still about sequence, as when a front line unit was separated from its enablers, that is, the units that supported it. A fair criticism from the Marine point of view was that the process could threaten the integrity of the air-ground task force, which was less likely under the deployment process.¹⁶³ Finally General McKiernan made what was perhaps the most telling criticism, from the warfighter's perspective, of the use of deployment orders. When asked about his reac-



Photo courtesy of CFLCC

Two Marines guide the driver of an M1A1 Abrams tank into a staging area after it was offloaded from a Maritime Prepositioning Force ship at a port in Kuwait. One Maritime Prepositioning Force squadron carried enough equipment, ranging from food and ammunition to tanks and howitzers, to outfit 17,000 Marines for 30 days.

tion to this “just-in-time” approach to delivering forces and equipment to theater, he replied with the very sensible observation: “I don’t want them just in time. I want them a little bit early.”¹⁶⁴

Once they received their orders, I MEF units traveled to theater by sea and by air. There were the two amphibious task forces (ATF), known as ATF East and ATF West, which set sail in January and carried some 11,000 Marines and their equipment on 13 ships to Kuwait. Amphibious Task Force East carried the 2d Marine Expeditionary Brigade command element, and the elements that would serve under the brigade in Kuwait and Iraq, and arrived on 15 February.¹⁶⁵ Amphibious Task Force West carried Regimental Combat Team 1 (RCT 1), built around 1st Marines, and various aviation and combat service support units, arriving in late February.¹⁶⁶

The remaining units came over by air, using a mix of military and chartered civilian aircraft. Some Marines literally flew first class, but for the majority it was a long, uncomfortable trip under crowded conditions. The 11 ships of the Maritime Prepositioning Force (MPF) squadrons moved independently to Kuwait with equipment for the 3d Marine Aircraft Wing and other I MEF units. Working 24-hours a day, seven days a week, Marines and sailors unloaded the ships in record time.¹⁶⁷ In the end, MarCent moved some 60,000 Marines and their equipment to Kuwait in less than 60 days, a staggering accomplishment. In December 2002 there had been only a handful of

Marines in Kuwait, but by 1 March 2003, I MEF had about one-half of all the operating forces in the Marine Corps in country, facing north.¹⁶⁸

Upon arrival in Kuwait, Marines and equipment moved into camps in the desert between Kuwait City and the border with Iraq that varied from relatively comfortable to very austere. I Marine Expeditionary Force had established its headquarters at Camp Commando, a few miles from Kuwait City. It had originally been acquired to serve as a no-frills, low-maintenance expeditionary camp for Marine units passing through Kuwait on routine exercises.¹⁶⁹ In the fall of 2002, however, as the force and division staffs trickled in, the camp had started its metamorphosis into a medium-sized military city. In February 2003 a member of the I MEF staff, Major Grant A. Williams, described Camp Commando in less than glowing terms:

The area we obtained was an isolated portion of a Kuwaiti commando training facility. Last year we contracted to start pouring concrete slabs, [for] rudimentary plumbing, drainage, and [to] stockpile building materials. . . . Commando Camp is [now] a fortress carved out of the sand. . . . The physical layout . . . is approximately two miles around the perimeter . . . surrounded by concertina wire and fences. On the inside of the perimeter is a seven-foot berm that encircles the camp. This is an anti-RPG [rocket propelled grenade] . . . precaution that makes it difficult to get a direct shot into the camp. All the key points have guard towers with very focused young Marines manning them 24/7. In the center of the base is a seven-story tower the Kuwaitis use for repelling. . . . We have deployed a sniper team at the top of the tower. . . . With night vision goggles and infrared sights they can see and take out any bad Hadjis . . . a mile away day or night.¹⁷⁰

Within the I MEF compound, surrounded by the tents of various sizes, stood three windowless “Butler” buildings made of sheet metal that looked like small warehouses. These became the combat operations and information center for I MEF Rear when the war started. Set up inside the nearly featureless buildings were cafeteria-style tables where staff officers with laptop computers controlled the force. One of the few decorator touches was a poster of *The Scream* by the gloomy Norwegian artist Edvard Munch, contributed by the operations officer, Colonel Larry K. Brown, Jr., who liked calling his domain the

Marine Order of Battle

By 0800 on 17 March 2003, the order of battle for I MEF, and the individual components strength and missions, were depicted in briefing charts at MarCent.

- I MEF Command Element—4,638
- 1st Marine Division—20,606—Secure the southern oil fields; conduct a passage of lines through Task Force Tarawa, and attack toward Baghdad.
- 3d Marine Aircraft Wing—14,381—Shape I MEF's battle space; screen the ground combat element from attacks; support CFACC.
- 1st Force Service Support Group—10,504—Provide direct combat service support to I MEF; interface with the Marine Logistics Command, a theater-level command under operational control of MarCent.
- I MEF Engineer Group—3,121—Maintain roads and bridges along the I MEF lines of communication; this unit was a composite of U.S. Navy construction battalions and Marine engineers.
- Task Force Tarawa (2d Marine Expeditionary Brigade)—5,091—Secure An Nasiriyah and crossings

across the Euphrates River; secure lines of communication.

- 15th MEU—1,739—Attach to 1 (UK) Armored Division for Opening Gambit; attach to Task Force Tarawa.
- 1 (UK) Armored Division—21,045—Attack north from Kuwait; conduct relief in place in oil fields with 1st Marine Division; secure Basrah and vicinity.
- I MEF Total—81,125

Other Marine Forces in Theater:

MarCent Command Element (Bahrain)—385
 Marine Logistics Command (Kuwait)—4,525
 CJTF/Consequence Management (Kuwait)—742
 MarCent Total—86,777*

* This is the rendition of the MarCent morning report, 17Mar03, captured by the field historian attached to MarCent, LtCol Jeffery Acosta, and sent to the author by e-mail. The total does not show the Marines committed to CJTF Horn of Africa.

“House of Angst.”¹⁷¹ There was also a mobile command post. Able to deploy to Iraq, I MEF Main was to be built around a structure known as “the Bug” because of its strange shape and because it bristled with antennae and radar dishes. Major Williams explained:

We recently procured some high-speed, low-drag command tents that are similar to your basic self-erecting camping tent . . . on steroids. We can put up an interconnected dome style tent that can shelter 100 fully [functional] terminals hooked up to satellite feeds within four hours. Large . . . projection screens can display real-time satellite imagery and video feeds from unmanned aircraft. Environmental systems keep the inside cool (relatively). . . . [These are] not for the people but for the computers. [This command center is intended for service] well behind the front lines but [able] . . . to move

forward so that the general can remain close to his battlefield commanders.^{172*}

Apart from Camp Commando, there was quite a range of living conditions for Marines in Kuwait. Less austere, but still far from luxurious, were the Kuwaiti air force bases at Al Jaber, to the south of Kuwait City, and Ali Al Salem, to the west of the capital, where, thanks in part to other tenants like the U.S. Air Force, there were some creature comforts like a good, air-conditioned mess hall and shower trailers. But even at a “developed” base like Al Jaber, virtually

*“MEF Forward” was the term used when the Gen Conway left I MEF Main and went even farther forward with a very small staff. The Bug's footprint, just for its satellite dishes and related gear, was estimated at a mind-boggling one kilometer by one kilometer, and there were questions about why the I MEF even needed the Bug, since the communications suite in Kuwait was so good, as good as or better than the Bug's. The answer was that Gen Conway placed considerable emphasis on being physically close to his Marines. (Reynolds, Journal, entries for 10May03, 19July04)



DVIC DM-SD-05-03345

A below the horizon, aerial view of a 1st Marine Division unit command operation center and surroundings at an encampment in Kuwait. By mid-March 2003, the area would house more than 20,000 Marines.

all Marines lived and worked under canvas. When you drove onto the base at Al Jaber, you passed under an archway where it was said Saddam Hussein's forces had hanged Kuwaiti air force officers when they took over the country in 1990, just to let

everyone know who was now in charge, a potent reminder of why the Coalition had returned in 2003.

Some Marines lived and worked at Camp Doha, a sprawling U.S. Army base between Camp Commando and Kuwait City that looked like a prison in

Catching the Bug

The "Bug" was the brainchild of I MEF's intense chief of staff, Colonel John C. Coleman. In the fall of 2002 he sold the concept to General Conway and then went to find the right tentmaker, whom he located in Virginia. Sitting on the floor of the tentmaker's shop, he had sketched his concept. A few days later the finished product appeared at I MEF headquarters in California. The force took it to Kuwait, and tested it in the desert outside Camp Commando, passing command back and forth with I MEF Rear. It offered the commander "an incredibly rich picture of the battlefield." Screens in the command center could display a mind-numbing array of data, from live Cable News Network reports from the front lines, to customized maps, to satellite imagery. The software even allowed the commander to "test drive" potential routes through built-up areas. Colonel Coleman said that putting

the "Bug" together was the easy part. The hard part was educating the staff, which he divided into the "Flintstones," the stone age warriors, and the "Jetsons," the space-age warriors. But Flintstones could grow into Jetsons only when they had the right equipment. The "Bug" replaced the old maps covered with clear acetate, overwritten with grease pencil, and updated with data from old-fashioned line-of-sight tactical radio nets. That is what many subordinate Marine units still had, where there were only a few technological marvels like the "Blue Force Tracker," a laptop computer screen with ground-satellite links showing the location of friendly units and even allowing their commanders to exchange a few words.*

*Col John C. Coleman intvw, 11Dec03 (MCHC, Quantico, VA); David J. Lynch, "Marines' Mobile War Room Is Rich with Data," *USA Today*, 31Mar03, p. A-06.



DVIC DM-SD-04-00296

Originally a barren patch of desert in northern Kuwait, Camp Coyote rapidly became a massive logistics hub for 1st Service Support Group Forward and the headquarters for Regimental Combat Team 7.

the desert, with its watchtowers and rings of security provided by U.S. contractors. The guards were retired U.S. military personnel making good tax-exempt money. Doha was home for the Marines who worked at C/JTF-Consequence Management and for the Marines on the Coalition Forces Land Component Command (CFLCC) staff. The Coalition Command had an incredibly sophisticated command and information center, much more elaborate than the “Bug,” and some of the accommodations at Doha were among the best in theater. The camp even boasted some semi-private, air-conditioned trailers. But much of the accommodations were far more basic, like the warehouses where soldiers and Marines simply set up their cots in large, open bays in the withering heat.

Apart from Camp Commando, Doha, and the air bases, most of the camps in Kuwait were simply patches of desert where Marines pitched their tents and bulldozed sand to form a protective berm around the perimeter. General Mattis had said he wanted everyone in his division ready to live like an infantry lance corporal in the field, and, for the most part, circumstances obliged him. The division’s Camp Matilda was in the middle of nowhere and comprised a number of large 50-man tents, mostly rented from the Kuwaitis. They looked like the U.S. military’s general-purpose tents but were much larger, designed for traditional Arab social gatherings in the desert. Now they were surrounded by oceans of equipment, mostly from the MPF ships, much of it still painted green or “Woodland” camouflage, and by two-man tents pitched here and there wherever there was a vacant bit of sand. No one knew for sure exactly how

big these encampments were, but they were not small. For example, the commander of Regimental Combat Team 7, Colonel Steven A. Hummer, gauged the size of his regiment’s encampment within Camp Matilda by the amount of time it took him to jog around it, 30 minutes.¹⁷³

No matter which camp they called home, most Marines in Kuwait had to put up with frequent sandstorms that could blind a man as surely as a blizzard in the Dakotas, as well as temperatures that could sink to near freezing at night and soar to well over 100 degrees Fahrenheit during the day. Every Marine, soldier, and sailor in Kuwait knew he was within the “Scud fan,” that Saddam Hussein could fire missiles at the American forces that were concentrated in a small area. Many feared that Saddam would load the missiles with chemical weapons to “slime” his victims.* To guard against that possibility, U.S. Army Patriot antimissile missile batteries were on the ready throughout Kuwait. Some Patriot batteries from the 108th Air Defense Artillery Brigade were under I MEF’s tactical control and were slated to move with the Marines into Iraq. The Army was, by and large, generous with its attachments, sending some 2,700 soldiers to I MEF with specialized talents that the force needed. Most places also had crude bomb or missile shelters, which were often simply inverted, U-shaped concrete culverts, about three-feet high that would have provided some protection from a blast

*This was another bit of jargon peculiar to the Iraq War, often seen as a passive verb, as in “I know I am going to be slimed.” There was not a lot of clarity about how this would happen, but one bit of scuttlebutt was that there could be an airburst that would shower contaminants on everyone within a grid square.

but almost none from a chemical strike. Anyone doing the math could see there were not enough spaces in the shelters for everyone wearing a uniform in Kuwait.

If a chemical strike had occurred, each unit's organic decontamination teams would have sprung into action, helping to decontaminate people and things, which would have required a great deal of water and a lot of time. There was also an expectation that the Marines and some of the foreign experts in Combined Joint Task Force Consequence Management (C/JTF-CM) would pitch in. This was true even though the largely German and Czechoslovak international force was in Kuwait as part of Operation Enduring Freedom, not to participate in a war with Iraq but to "be prepared to" assist host nations in the event of a terrorist attack with chemical or biological agents. The combined-joint task force still answered to I MEF, and its predominantly Marine

Marines with Headquarters Company, 5th Marines, practice changing into mission-oriented protective posture response level 4 (MOPP-4) suits during a nuclear, biological, chemical drill at Camp Coyote, Kuwait. Because of the near-unanimous belief that Saddam Hussein would use chemical weapons, the frequent alerts were taken seriously.

DVIC DM-SD-05-03779



command element, commanded in 2003 by Brigadier General Cornell A. Wilson, routinely participated in CentCom planning conferences.¹⁷⁴

After the Marines fell in on their gear, there was the process to test and calibrate equipment and to hone combat skills. I Marine Expeditionary Force coordinated more planning and more drills, all of which were remarkable for their thoroughness. War games were carried out to explore the branches of the plan, the possible nightmares like "early military collapse" and intentional flooding. On 7 February, division hosted a major rehearsal of concept drill at its Camp Matilda for the force on a vast "model of the obstacle system of northern Kuwait, [and] the oil fields, the rivers, the ports, the roads [on the Iraqi side of the border]."¹⁷⁵ Framed on one side by four seven-ton trucks forming a kind of grandstand overlooking a piece of ground the size of a football field, the exercise went for three hours, with U.S. Marines, Royal Marines, and British soldiers, all in colored jerseys representing their units, literally walking through the moves that would occur during the first few days of the war. Major General Stalder, now deputy commander of I MEF, spoke about the utility of rehearsals and the need to form an image of the plan. This was already a familiar refrain, that Marines at all levels not only understand but also visualize the plan, "seeing" in their mind's eye the terrain, the enemy on that terrain, and their own actions in battle. As General Mattis had put it in a memorandum on 20 December 2002: "It is critical that each of us anticipate . . . what lies ahead and continue . . . to visualize (or image) our troops through the challenges . . . so well that they will move through [them] with a sense of déjà vu."¹⁷⁶ As he had done before, Mattis now warned against becoming wedded to the plan, reminding his listeners that once I MEF crossed the Tigris River, they would have many options for getting to East Baghdad and lots of room for individual initiative and action. This was at a point when the plan for the Baghdad fight was still very much up in the air, although it was generally assumed by now that the Marines would approach Baghdad from the east, and, most likely, enter the city itself.* Nevertheless, Mattis also made the point that the carefully choreographed plan would give his Marines confidence in the first days of the war, which would be the baptism of fire

*The command cruise book would state that during this period the division was "careful not to be wedded to a base plan. The tactical, physical, and moral readiness of the individual Marine was to . . . determin[e] . . . success or failure, not reliance on a scripted plan." (Capt Lara A. Bennett, et al., *No Better Friend, No Worse Enemy* [Camp Pendleton, CA: 1st Marine Division, 2004], p. 13)

Consequence Management

Morning formation at the Combined Joint Task Force Consequence Management (C/JTF-CM) at Camp Doha was an unusual sight—the largest body of troops was German. Seeing and hearing German spoken by men in uniform in the desert, anyone who had ever studied World War II could not help but think of another time, especially when next to the formation he could see the iron crosses painted on a tan background on the Germans' elaborate "Fox" vehicles. These vehicles, which looked like light armored vehicles to Marines, carried state-of-the-art technical gear to sample and sniff for NBC agents. The force had a few Fox vehicles of its own that would travel north when the time came. What was very different this time was that standing in the formations next to the Germans were Czech and Slovak soldiers, many of them women, with similar missions. The idea was that in the event of an attack, the Germans would "chase the plume," following the fallout and figuring out what the agents were, while the Czechs and the Slovaks would concentrate on decontamination and on "turning victims into patients," meaning they would conduct triage and start medical treatment if there were mass casualties. Every so often, C/JTF-CM would conduct a field exercise. One such exercise occurred on 8 April 2003 in Tactical Assembly Area Fox, the home of the Marine Logistics Command in the gently rolling Kuwaiti desert, otherwise featureless but for a few tufts of grass. After drawing weapons and ammunition, a routine force protection measure even in Kuwait in April, the group set out from Camp Doha and bounced around in tactical vehicles for about 60 to 90 minutes, through the outskirts of Kuwait City, which looked like one big auto salvage yard (some of the material was "Iraqi surplus" left over from Desert Storm) and into the desert, from good highway to rough paved road, to gravel road, to desert track. Near the MLC's headquarters, there was an exercise command post set up in a general-purpose tent without air conditioning. It was a wonder that the computers worked, since the temperature was in the low 100s Fahrenheit and rising. There had been a communications glitch, and the Germans had been held up at the gate to the Marine Logistics Command. Visibly annoyed, their commander took the astounding step of declaring that since the exercise was unrealistic, he was exercis-



Photo courtesy of Field History Branch
Gathered around a map of Kuwait, Kuwait City fire chief LtCol Manei Al-Hayan and members of the Combined/Joint Task Force-Consequence Management: operations chief GySgt Osama B. Shofani, senior German nuclear, biological and chemical officer Maj Andreas Kayser, and initial response commander Marine LtCol Charles G. Chase, plot the location of a downed Iraqi missile in preparation for deploying forces if there are chemical agents present.

ing his prerogative to cut short German participation and would return with his unit to Doha. The Czech contingent, however, turned to with redoubled enthusiasm and proceeded to practice decontaminating vehicles. The decontamination site looked like a car wash in the desert, except that the workers were working hard in completely sealed Soviet-style rubber suits in the staggering mid-afternoon heat. The Czech brigadier, who was cheerful, realistic, and easy to talk to, was in the thick of the action, an officer in his element.*

*Reynolds, Journal, entry for 8Apr03.



Photo courtesy of Col Charles J. Quilter II

The principal leaders under I Marine Expeditionary Force were: first row from left to right, BGen Edward G. Usher III, commanding general of 1st Force Service Support Group; LtGen James T. Conway, Commanding General, I Marine Expeditionary Force; and MajGen Robin V. Brims, 1 (UK) Armored Division commander; second row, MajGen James N. Mattis, Commanding General, 1st Marine Division; MajGen James F. Amos, Commanding General, 3d Marine Aircraft Wing; third row, MajGen Keith J. Stalder, Deputy Commanding General, I Marine Expeditionary Force; and, BGen Richard F. Natonski, Commanding General, 2d Marine Expeditionary Brigade (Task Force Tarawa).

for many of them. He predicted that the force would have about 30 days more to prepare for war. The field historian who recorded the evolution noted that the mood was “very somber . . . no ooorahs, almost no laughter.”¹⁷⁷

The next day, I MEF participated in CFLCC’s four-day exercise “Lucky Warrior 03-2,” intended to test command and control for the two-corps war plan that the CFLCC commander, General McKiernan, had called for after the last round of exercises in November and December. The exercise was labeled a “dress rehearsal” for war; the CFLCC Operations Plan had been published on 13 January, which meant I MEF could finalize its plan, ultimately published on 10 February.¹⁷⁸

Hard on the heels of Lucky Warrior came the CFLCC rehearsal of concept drill around the only slightly smaller terrain model in one of the warehouses at Camp Doha on 14-15 February. It integrated the results of previous exercises and gave CFLCC components an opportunity to appreciate how their units would fit into the overall plan. Within the next month, there were at least two other major rehearsal drills, one at the division level on 27 February, and one at I MEF level on 10 March, not to

mention similar evolutions at Task Force Tarawa, all serving to imprint the plan on the minds of the people who would execute it. At the 10 March evolution, General Conway made the point about the value of ROC drills in his terms, saying that the “most important fight is the first one,” the idea being that if the force could win the first battle, each succeeding battle would be that much easier.^{179*}

The rehearsal of concept drill on 27 February was particularly memorable, a capstone event of sorts. Division engineers again prepared the ground with D-7 bulldozers, constructing on the desert floor a multi-tiered amphitheater, about 100 meters in length, with an angled surface for better viewing from the cheap seats. The audience included Generals Conway, Amos, Natonski, and Usher, as well as Major General Robin V. Brims, the British division commander. Once again, Marines and soldiers in colored jerseys on the “board” stepped through the actions that their units would take after crossing the line of departure. Division hosted the event, with the stated purpose of putting its intentions, and interac-

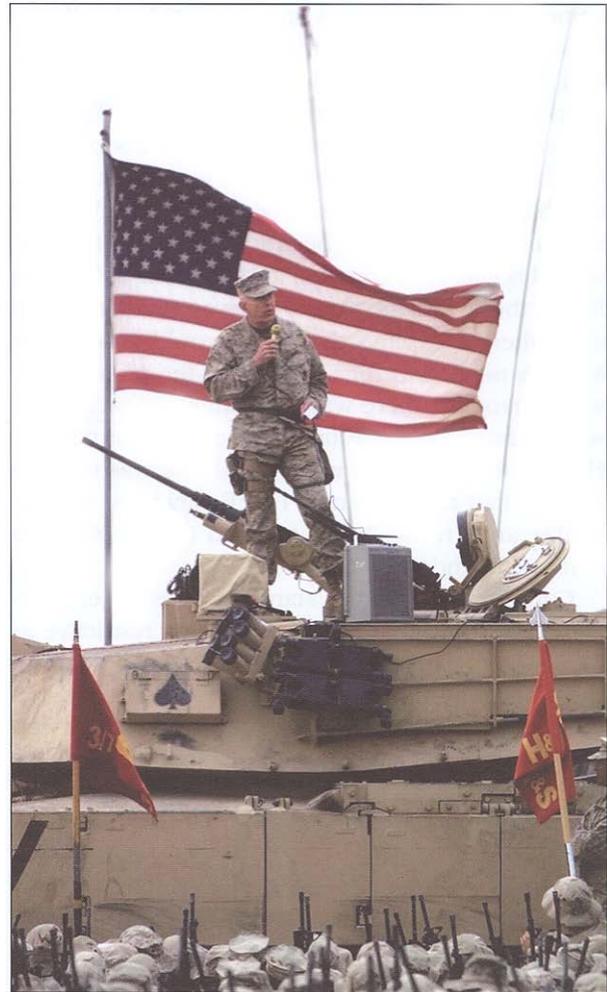
*In the run-up to combat operations, subordinate commanders down to the division level would use the terrain model at Doha again to brief Gen McKiernan and his staff on their plans.

tions with other units, on display. General Mattis repeated the by now familiar refrain: all of the “players” had to be able to visualize the “battlefield geometry” and the sequence of events in the first few days of the war, not unlike athletes who are trained to visualize what they are going to do on the playing field. He called it “anticipatory decision making,” adding “anticipation to be one of the most useful abilities of a field grade officer . . . [meaning the ability] to anticipate . . . both friendly requirements . . . and what the enemy’s going to do.”¹⁸⁰

The commanders used the rehearsal drills, and other assemblies, to deliver a series of “go to war” speeches, speaking to their troops about the coming challenges in a more personal way, and continuing to erode the doubts among some that there would even be a war, not an unrealistic response to all of the clamor against the war throughout the world and the calls for a negotiated settlement of some sort.*

General Conway set out to visit as many units as possible and to deliver his message in person. On 1 March, he went to nearby Camp Ryan to appear before Task Force Tarawa. Tarawa’s headquarters group, and all of Regimental Combat Team 2, formed a box of companies in the desert. Armored vehicles formed one side of the box, and General Conway mounted the M1A1 Abrams tank in the center of the side to give his talk, making his points over the high wind and dust.

The general had three main themes, why the force was there, what it was going to do, and the individual Marine in battle. The mission was to forestall future terrorist attacks like that of 11 September. Either Saddam would disarm, or the Coalition would go to war when President Bush gave the word. When and if that happened, I MEF would fight three battles: the deep fight, from the air, to reduce the enemy’s combat effectiveness by up to 50 percent; the close fight on the ground; and the rear battle, that is, providing sustainment. The Marines had two things going for them, their reputation as the “meanest in the valley” had preceded them, it must have had an effect on their enemy, and, of course, their combined arms approach. Marines on the ground and in the air fought as one. At this point, on cue, there was a flyover by Cobra attack helicopters and jet fighters. When the noise of the flyover died down, General Conway reminded his Marines that they were not there to fight



DVIC DM-SD-04-11709

Standing atop an M1A1 Abrams battle tank, LtGen James T. Conway addresses the Marines of Regimental Combat Team 7 at Camp Coyote, Kuwait. In these talks he covered why Marines were there, what they would do, and the role of the individual Marine in battle.

Iraq, but rather Saddam’s regime and they needed to distinguish between those who wanted to fight and those who did not. Finally, speaking to the individuals in front of him, Conway said that the next few days would govern how they saw themselves, and were seen, for the rest of their lives. Fear was a “natural battlefield phenomenon” that could sharpen perceptions and make Marines react more quickly. The Marines had better gear, weapons, and health care, but at the end of the day the battle was about people, and our people were better. He told the Marines to take care of one another, and themselves, and invoked a blessing before ending his talk.¹⁸¹

After addressing the formation, Conway gathered the officers of the task force together and dwelt on

*Col Dennis Judge, I MEF’s current operations officer, stated he did not feel sure there would be a shooting war until the beginning of March, unlike Gen Mattis, who seemed to have “known” all along that there would be war. (Col Dennis Judge intvw, 11Aug03 [MCHC, Quantico, VA])

some of the same themes in more detail. One theme was the protests against the Iraq war, both at home and abroad, that looked like Vietnam-era antiwar protests on television. He suggested that Tarawa's leaders talk about the protests with their troops, making the points that this was not a war about oil and that his Marines would not be treated like Vietnam veterans. They would be honored when they returned home. He expressed his belief that in the near future the President would issue an ultimatum and that when it expired the force would attack. The Marines needed to remain flexible; the plan was always changing, there was no guarantee that anyone would draw the same mission he had planned for. He said that while Tarawa's initial role was to be in support that could change, I MEF may need to reorganize and "retask," say, to head to the oil fields north of Baghdad.

Conway stressed the standard rules of engagement, declaring that they were not as restrictive as they might have been. On the other hand, Marines had to be careful—the mission was to unseat a dictator, not necessarily to destroy his army, and certainly not to kill civilians. The four specific points he made were:

(1) Commanders always have the right to self-defense.

(2) An enemy commander who purposefully places his forces near civilians has violated the law of land warfare.

(3) A commander is responsible for his actions based on the facts as they appear to him at the time, not as they will appear in retrospect. It boiled down to a matter of good judgment.

(4) Use "Wilhelm's Law."^{*} If the enemy fires first, the Marine response should be proportional, use the smallest weapon first, and then progress upward. If Marines initiate fires, they need to mitigate "collateral damage" to individual civilians and civilian buildings.

Conway went on to express his concerns about fratricide; Marine weapons were more lethal than the enemy's, and they needed to be sure of their targets before they fired. No one wanted to live with the responsibility of having killed friendly troops. Next he returned to the subject of fear. He wanted Tarawa's officers to talk about it with their troops. It was a problem that each would solve in his or her own way, some thinking they were invincible, others, like Confederate General Stonewall Jackson, believing that all was in God's hands. That said, General Con-

^{*}The law was named after retired Marine Gen Charles E. Wilhelm, who had come to theater as a mentor in December to observe I MEF's preparations for war and offer his advice.

way told his officers that their greatest fear should be that they let their fellow Marines down in some way, by choking or by being crazy-brave. He cited the example of a second lieutenant in Vietnam who wanted to go home with a medal and was last seen charging the enemy with his .45-caliber pistol at high port. He did nothing for himself, his Marines, or his family.¹⁸²

General Conway's speech varied slightly as he spoke both to other large formations of Marines and to smaller groups of officers, who were invited to ask questions. Generally, however, his remarks were brief, motivating, and practical. There were, for example, admonitions to leaders not to forget to sleep during battle, and there were moments of humor, as when he quipped that "when Abdul in the 51st Mechanized Division north of the border heard that he was taking on the 1st Marine Division followed by the 1st UK Division, he said . . . , 'Ana felaka beluchi,' which is Arabic for 'Ain't that a bitch!'"¹⁸³

On 14 March, Conway made his way over to the British encampment in the desert a few miles away for what he considered a most impressive welcome and what some British officers considered one of the most inspiring speeches they had ever heard.¹⁸⁴ To reach the formation of thousands of British troops of the 7 Armored and 16 Air Assault Brigades, he drove between two lines of Warrior armored personnel carriers, whose crews saluted him as he passed. Finally he reached the heart of the formation, dominated by two enormous cranes or mobile bridges that formed the letter "M," ostensibly for "Marine," where he was welcomed by pipers from the Black Watch. Then, using a loudspeaker that, the general was sure, could be heard in Iraq, the British sergeant major called the formation to attention and presented it to him.

Standing on top of a Challenger II tank decorated with a British Union Jack and the Stars and Stripes, Conway told the British that it was great to have them aboard. "Two hundred and fifty years ago the expression 'The British are coming' would scare [American] . . . children." But in Kuwait in December and January, that expression had been "a very positive thing." As he had in other speeches, he spoke about the reasons for war and about the strength of the Marine air-ground team. He said that one of four things would happen: Saddam could turn over his weapons of mass destruction; he could leave the country; "someone up there might kill him; [and] . . . if that does not happen, we are going to kill him." At the appropriate moment, Cobras and Hornets flew by, the Hornets blasting "into view in a split second" at 200 feet before fanning out into the clear blue sky and disappearing from view. Speaking of the British

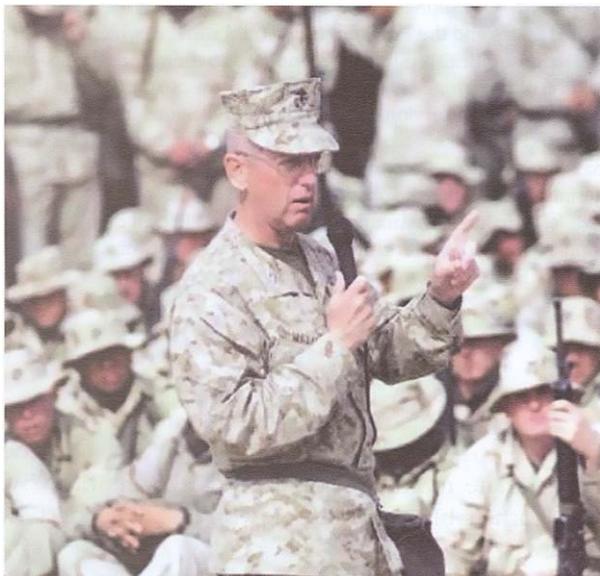
troops' fighting prowess, Conway borrowed a quote attributed to George Orwell: "Our countrymen should rest well in their beds at night because rough men stand ready to visit violence on those who would do them harm."¹⁸⁵

Subordinate Marine commanders echoed many of the same themes as they made the rounds and addressed their troops. Like General Conway, they spoke about honor and values in a way that was unfamiliar to many Cold War Marines. General Mattis had been preparing his troops for the inevitable for some time, most notably during the rehearsal of concept drills in late February. On 27 February, he had spoken forcefully about "soldierly compassion and incredible violence."¹⁸⁶ One of the officers at the rehearsal drill, field historian Colonel Reed R. Bonadonna, wrote what he had heard:

General Mattis was an inspiring and sometimes fiery speaker, and he did not disappoint. . . . [H]e provided the words of inspiration to pass down to the troops. He said that the Brits and we were free people fighting for what we believe in. There are no war protests in Iraq . . . because Saddam would not allow them. He told us that, when we get home, we should shake the hand of a war protester and thank him for exercising the freedoms we had fought

On one of his many visits to the units under his command, MajGen James N. Mattis stressed that the 1st Marine Division would destroy those Iraqi forces that chose to fight, and treat all others with decency and soldierly compassion.

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to protect, and then wink at the protester's girl. . . . [This] brought the house down, releasing the tension so many of us felt . . . Mattis . . . appealed] . . . to our sense of justice and our sense of ourselves as men in the same breath. . . . He was like Patton, maybe better, because [he] . . . came across as natural, not performative.¹⁸⁷

In a written message in March, General Mattis summarized the reasons for the war and declared that "together we will . . . close with those forces that choose to fight, and destroy them. . . . [W]e will treat all others with decency, demonstrating chivalry and soldierly compassion." He warned his Marines to be ready for "chemical attack, treachery, and . . . other unethical tactics," exhorting them to keep their honor clean and to keep faith with their comrades on their left and right and with Marine air overhead. Finally, in an archaic turn of phrase, he charged them to "[f]ight with a happy heart and strong spirit."¹⁸⁹ The general's intent was to evoke Sitting Bull and Crazy Horse on the Little Bighorn, not General Custer, who may have had a strong spirit but probably did not have a happy heart on the day he died. It was "the idea that . . . you sense that all is well in your world [as] . . . a Marine . . . you have got a good Marine on your left and [on] your right. . . . [T]hat sense of happiness [about] . . . who you are fighting alongside armors you . . . against the trauma of the battlefield."¹⁸⁹

Like General Mattis, General Amos had been making the rounds of his squadrons. The gatherings on 4 March on the USS *Bataan* (LHD 5), now the "Harrier-carrier," were typical. He spoke first to the assembled Marines and sailors in the well deck and then met with the officers of the two embarked squadrons in the ready room. The general implied at each meeting that the war would start soon. He emphasized a number of themes: watching out for one another; the just cause of the Coalition's impending actions, to be taken against Saddam Hussein, not the Iraqi people; the corollary need to limit collateral damage; and the belief that many Iraqi soldiers would surrender rather than fight.¹⁹⁰ Just before launching his forces against the enemy, General Amos wrote a more formal message to the wing, offering a "few thoughts" to his Marines about the honorable cause that they were embarking on and declaring that there was "a fear worse than death . . . that is the fear of letting down your fellow Marines." He predicted, "We will win this war and the respect of the Iraqi people . . . and we will do it honorably." He distributed the message to his air groups as an attachment to an e-mail, which he

ended with “God Bless each of you . . . now let us go kick the shit out of them!”^{191*}

Perhaps the most eloquent “go to war” speech that anyone delivered was that of Lieutenant Colonel Tim Collins, commanding officer of the 1st Battalion, Royal Irish Regiment, delivered on 19 March. Known for his American-made gold Ray-Ban sunglasses, ever-present cigar, and kukri, the ferocious curved Nepalese blade he was entitled to carry for commanding the Gurkha company attached to his battalion, Collins was a flamboyant commander whose ancestors had served with the regiment for generations.¹⁹² Said to be a reflection of his upbringing and his professionalism, and not of a desire for publicity, his unusual eloquence was widely reported in the press and caught the attention of a number of prominent figures, including Prince Charles and President Bush.^{193**}

We go to liberate, not to conquer. We will not fly our flags in their country. . . . There are some who are alive at this moment who will not be alive shortly. Those who do not wish to go on that journey, we will not send. As for the others, I expect you to rock their world. Wipe

*BGen Richard Natonski of Task Force Tarawa and the 1st Force Service Support Group’s deputy commander and sergeant major also made the rounds of their subordinate units, making final coordination and delivering words of encouragement.

**One of the ironies of the war is that two months later the press also reported that Collins was under investigation for mistreating prisoners. Maj Re Biastre, a U.S. Army civil affairs officer attached to Collins’s battalion, lodged a formal complaint against Collins that contained a number of charges. It soon emerged that on the streets of occupied Rumaylah, Biastre had challenged Collins’s authority in the presence of Brigadier Jacko Page, Collins’s immediate superior. Collins had reacted angrily, ordering Biastre’s arrest for insubordination and then banishing him from the area. Biastre in turn prepared a 2,400-word statement including specific charges against Collins along with the observation that many British officers had expressed their resentment of Americans. The charges were mistakenly attributed to Maj Stanton S. Coerr, an ANGLICO Marine who was also attached to the battalion but outraged by the mistake, since he held Collins in high regard. In the end, after considerable

them out if that is what they choose. But if you are ferocious in battle, remember to be magnanimous in victory. . . . If there are casualties of war then remember that, when they woke up and got dressed in the morning, they did not plan to die this day. Allow them dignity in death. The enemy should be in no doubt that we are his nemesis and that we are bringing about his rightful destruction. . . . You will be shunned unless your conduct is of the highest . . . We will bring shame on neither our uniform nor our nation.¹⁹⁴

The speeches, along with the frequent air-raid or, more precisely, missile-raid drills, to prepare for a possible preemptive strike with weapons of mass destruction against the troop concentrations in Kuwait, all contributed to a sense that war was imminent. There was also a sense among some officers that the operation was a high-risk proposition on at least one other account, and that was the logistics challenge: Would I MEF be able to push supplies fast enough into the heart of Iraq to maintain the momentum of the attack?¹⁹⁵ But along with these concerns was a wish for the waiting to end and a determination to get on with the inevitable while the Marines were at their peak. If left too long in their desert camps, these young men and women might lose their edge. “Waiting [was],” a field historian wrote, “hard on morale . . . from [the] youngest to [the] most senior.”¹⁹⁶

press play in the United Kingdom, the Ministry of Defence announced that the charges had been dropped. The incident became a footnote to history that sheds light on the nature of British-American relations during the war. Biastre’s complaint was not entirely misplaced. Occasionally undercurrents of tension between the United States and the British in Iraq would surface, which was natural since the British public was opposed to the war and since the culture of the long-serving British military was so different from that of the short-serving American military. Some British officers appeared more likely to stand on their authority than their less formal American counterparts. But on the whole, the United States Marines and the British soldiers and Royal Marines worked together with less friction than American sister Services in past conflicts, and happily drank together at the end of Phase III. (“Ministry Clears RIR Iraq Hero,” *Belfast News Letter*, 2Sep03, p. 6)

Chapter 4

The Opening Gambit: “Tally-Ho!”

The “Opening Gambit” that I MEF prepared so thoroughly in its drills and plans still had as its goal to seize the southern oil fields that were, very roughly, north of Kuwait and west of the city of Basrah, and usually known as the Rumaylah oil fields. For General McKiernan, seizing the oil fields was like a foreign branch to his base plan, separate from the essential mission of driving to Baghdad, considered the enemy center of gravity.¹⁹⁷ It was an imperative, imposed on Coalition Forces Land Component Command (CFLCC) by CentCom rather late in the day, intended to keep Saddam Hussein from creating an environmental disaster by blowing oil wells as he had in Kuwait in 1991 and as he planned to do again in his own country when the Coalition attacked. The way General Conway explained it, for CentCom the oil fields were as important as Baghdad, and money from oil was needed to rebuild the country.¹⁹⁸

The final plan was for the division to seize the oil

fields while the British, reinforced by 15th Marine Expeditionary Unit (Special Operations Capable) (15th MEU (SOC)) to make up for a British unit that could not make it to the fight, moved against the Al Faw Peninsula and the port of Umm Qasr, which lay between Kuwait and Basrah. Once Umm Qasr and the oil fields had been secured by the Marines, the British Army would relieve them and become responsible for securing the southeastern part of Iraq. The 15th MEU would revert to Marine control, and I MEF would move to the west, on its way to the river crossings at An Nasiriyah before moving north.

The plan for the first few days of war was so carefully choreographed, as contrasted with the more general plans for the rest of the war. Even though the nature of Marine participation in the Baghdad fight was still up in the air, the Marine expectation, as of early March, was still that the force would pass through Al Kut to threaten Baghdad from the east.

Within 24 hours of the 17 March movement order, the 1st Marine Division's 20,000 Marines and more than 5,000 vehicles deployed from support areas into dispersal areas. The shift began a series of moves that would take the division to Baghdad.

Photo courtesy of 1st Marine Division





Photo courtesy of CFLCC

LtGen David A. McKiernan, right, commander of the Coalition Forces Land Component Command, talks on the phone in the "War Room" at Camp Doha, Kuwait, to his subordinate commanders as combat now looked inevitable.

General Conway considered the danger of attack by weapons of mass destruction to be "highest" in and around Al Kut; it would be on the route to Baghdad but not too close to that city (the theory being that the enemy would hesitate to contaminate his own capital). That militated for getting the Marines as close to Baghdad as they could and as quickly as possible, whatever the final arrangements for the difficult fight inside the city turned out to be.¹⁹⁹ Nevertheless, General Mattis made it a matter of record that he was ready not only to cross the line of departure but to go on to the capital: "this division is prepared for rapid attack in the Iraq regime's center of gravity, Baghdad."²⁰⁰

On 17 March, President George W. Bush gave Saddam Hussein and his sons 48 hours to leave Iraq. What followed was a confusing series of schedule changes for I MEF. Now on edge about sabotage in the oil fields, CFLCC sent a "be prepared to" tasker to Conway. This led I MEF, in the early morning hours of 18 March, to issue Fragmentary Order (FragO) 046-03, which tasked its subordinate commands to be prepared, by 1800Z (or 1800 Greenwich Mean Time, a standard used to avoid confusion) on the same day, to seize the oil fields on four hours' notice. The next day, after seeing "live-feed" from a "Predator" unmanned aerial vehicle showing oil well fires that looked like sabotage, CFLCC contacted CentCom to

request permission to launch the ground offensive early to in order to limit the potential for further sabotage.²⁰¹

Long lines of Marine vehicles now started to move to their dispersal areas and then to their intermediate attack positions near the border. The processions moved across the desert landscape on 18-19 March, while engineers finalized the complicated work of clearing lanes through the demilitarized zone on the border between Kuwait and Iraq. Although often called "the berm," as in, "I am going across the berm into Iraq," it was actually much more than that. In most places there was at least one antitank ditch, a 10-foot berm, and an electric fence. With Kuwaiti assistance, Coalition engineers had been working on the berm for quite some time to prepare lanes for the attack.²⁰² The adrenaline was starting to flow. Ground crews and aircrews turned to at the large bases like Ali Al Salem and Al Jaber, as they did at a few small expeditionary airfields like "Joe Foss," which was little more than a rolled-sand landing strip for KC-130s in the desert near the Iraqi border. General Amos reported that "strike aircraft . . . and assault support/attack aircraft . . . are loaded with ammunition, fueled, and ready. Casevac [casualty evacuation] aircraft are forward . . . with the maneuver elements. Quick-strike package is identified. Crews . . . [are] on 30 min[utes] alert . . . [for] counter-fire mission should