

## INTRODUCTION

### Battle of Fallujah Staff Ride

This packet of materials is designed to help participants prepare for the Battle of Fallujah virtual staff ride (VSR). This introduction will provide background information on the purpose and the components of a staff ride and some suggestions on how best to use the read ahead material in preparation for the staff ride.

The United States Army's publication for conducting staff rides is *The Staff Ride: Fundamentals, Experiences, Techniques* (available at through the Army University Press website at: <https://www.armyupress.army.mil/Books/CSI-Press-Publications/Staff-Ride-Handbooks/#staff-rides>). This book defines the staff ride as a three-phased activity: a preliminary study of a historical event, a field phase at the location of that event, and an integration session.

The purpose of the preliminary study phase is to provide the participants an understanding of the historical events prior to visiting the field. This study can include reading materials, classroom sessions, movies, and any other material that can be presented before seeing the terrain. For this staff ride the preliminary study phase is primarily the read ahead material referenced in this package. The preliminary study phase is critical to the success of the field study phase and therefore equally critical to the success of the staff ride as a whole.

The field study phase most readily distinguishes the staff ride from other forms of historical study. It adds the one critical element of study that cannot be replicated in the classroom, in map study, or in readings—a view of the actual terrain. Because the field study builds upon the preliminary study, each phase compliments the other to produce a coherent, integrated learning experience. The visual images and spatial relationships seen during the field study may reinforce or challenge analytical conclusions reached during the preliminary study or generate new insights that build upon the added dimension of seeing virtual ground.

The integration phase provides an opportunity for participants to reflect upon the staff ride experience. Several positive effects stem from the integration phase. First, it provides the participants the opportunity to analyze the preliminary and field study in order to develop a richer overall view of the campaign. Second, it provides a mechanism through which participants may organize and articulate their impressions of both the campaign and the insights derived from its study that are applicable to them today. The integration phase for the Battle of Fallujah staff ride will be conducted currently with the field phase after each stand and at the conclusion of the field study.

Participants should conduct their preliminary study by reading the excerpt from "On Point II" and "U.S. Marines in Iraq, 2004-2005: Into the Fray".

General guidance:

1. Participants should know what decisions were made, a general understanding as to why that decision was made (or an educated guess – be prepared to defend your

answer), and the impact of those decisions.

2. Participants should take notes during the preliminary study phase for use during the field study. The facilitators will lead the discussions with open ended questions to provide participants with the maximum opportunity to share their knowledge. Do not read from a book verbatim; it shows a general lack of preparation.

The stands for the field phase are:

Stand	General Description
Fallujah Background	Begins with an overview of Iraq and Al Anbar province, briefly discussing the history, culture, and broader terrain of the area. Next is an in depth orientation to key locations within Fallujah, and this stand finishes with a timeline of events leading to Operation Vigilant Resolve.
Operation Vigilant Resolve	Operation Vigilant Resolve (April 2004) and a timeline of events through November 2004.
Phantom Fury – Planning and Preparing	Discusses assembling the Task Organization and planning for Phase III with some emphasis on fires.
Execution of Phase I – Shaping Operations	Covers Shaping Operations conducted from September to November 2004.
Execution of Phase II – Enhanced Shaping Operations	Discussion of the Enhanced Shaping Operations occurring during the 24 hours preceding the main assault
Execution of Phase IIIA – RCT-7 Assault	The attack RCT-7 conducted through the Askari District up to Phase Line Fran, including three battalion level breaching operations.
Execution of Phase IIIA – RCT-1 Assault	The attack by RCT-1 through the Jolan Heights to Phase Line Fran, including a RCT level breaching operation. This stand also covers MG Natonski's decision on whether to continue according to the original plan.
Execution of Phase IIIB – RCT-7 Search and Attack	RCT-7s attack south of Phase Line Fran and detailed clearance operations.
Execution of Phase IIIB – RCT-1 Search and Attack	RCT-1s attack south of Phase Line Fran and detailed clearance operations.
Phase IV & V - Transition	Covers the transition from Phase III to Phases IV & V

Fallujah 2005-2011	Events in Fallujah through 2011
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Participants will describe what happened, what the result was, and analyze the impact on the operation. As much as possible these descriptions will be open discussions. The free flow exchange of ideas and questions are the hallmarks of a good staff ride and is strongly encouraged.

For those interested in conducting a deeper study of the campaign, the following works are particularly useful:

Lowry, Richard S. *New Dawn The Battle for Fallujah*, Savas Beatie LLC, 2010

# On Point II

**Transition to the New Campaign:  
The United States Army in  
Operation IRAQI FREEDOM  
May 2003–January 2005**



**Foreword by  
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the CPA. Getting Kurds, Sunni Arabs, and the Shias—not to mention the smaller blocks within those divisions—to agree on a temporary constitution to govern Iraq taxed the Coalition’s patience. After much wrangling, shouting, walkouts, and hard negotiations among the various groups, the Iraqis approved the TAL on 8 March 2004.

Approval of the TAL appeared to be a major step toward a new Iraq. Perhaps most importantly, the law provided for regional governments, a decision that helped assure many Sunni Arabs that the new constitution would help retain their political position in Iraq by preventing the Shias from using their superior numbers to electorally swamp the Sunni Arabs.<sup>23</sup> The TAL would serve as the working constitution of Iraq until the body elected in January 2005 drew up a long-term constitution. The bitter infighting waged by the various groups during the negotiations indicated that the idea of minority rights was not fully accepted by all groups. However, by the beginning of 2004 Iraq seemed to have reached a political rapprochement that solved a number of the country’s thorniest issues and set the nation on the road to a representative government and stability.

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### **The Caldron Boils Over: April–June 2004**

The Coalition’s growing optimism was suddenly extinguished when the insurgency that had simmered throughout the previous year boiled over in April 2004. In that month Sunni Arab insurgents and Shia militia launched violent assaults in many parts of Iraq. Despite the drop in insurgent attacks in the months after Saddam’s capture, the Sunni Arab-led portion of the insurgency had not permanently dissipated. Instead, at least some insurgent groups seemed to use that time to reorganize and consolidate in the Sunni heartland, especially in the city of Fallujah. Similarly, the advent of spring had emboldened the Shia leader Muqtada al-Sadr, who led his militia in attacking Coalition and Iraqi governing institutions in Shia-dominated cities southeast of Baghdad.

The explosion of violence in April came at a particularly inauspicious time for the Coalition’s military forces. CJTF-7 had used the winter to begin the transition to OIF II—the deployment of a new set of American forces to Iraq and the redeployment of units that had been in Iraq since early 2003. (See Appendix F, US Army Units in Operation IRAQI FREEDOM, Order of Battle, May 2003–January 2005.) While Lieutenant General Sanchez remained in command of the joint task force, on 1 February 2004 the III Corps staff based at Fort Hood, Texas, formally replaced the V Corps staff that had served as the core of CJTF-7 headquarters since June 2003. At the tactical level, the 1st AD began turning over its responsibility for Baghdad (MND-B) to the 1st CAV in March; the 4th ID handed over responsibility for the Sunni heartland (MND-NC) to the 1st Infantry Division (1st ID) that same month. Also, the 101st ABN transferred responsibility for MND-N to TF *Olympia*, a composite unit that included the Stryker-equipped 3d Brigade of the 2d Infantry Division (2d ID), an air cavalry squadron, an aviation battalion, two engineer battalions, and other support elements.

In the middle of these transitions came an especially abhorrent attack on the Coalition. On 31 March 2004 insurgents in Fallujah murdered four American contractors who worked for the Blackwater security company and mutilated their corpses, hanging them from a bridge and broadcasting the barbaric scene around the world. In reaction, the US National Security Council and the CPA ordered CJTF-7 to take control of the city and to bring those who killed

the Blackwater contractors to justice. Sanchez tasked the 1st MEF, which had just taken over responsibility for that area in Iraq from the 82d ABN, to conduct the attack.

1st MEF launched Operation VIGILANT RESOLVE on 4 April with two infantry battalions assaulting into the city. Marine forces made modest progress in clearing the city and killed hundreds of insurgents in the first week of the offensive. The Sunni Arab insurgents, however, fought back with a deadly effect and demonstrated a much higher level of tactical skill than Coalition forces expected. As a result, the 1st MEF ordered two more battalions into the city. In the course of the fighting, both sides inflicted heavy damage to Fallujah's infrastructure and the city's civilian population suffered greatly. The Marines also ordered the 2d Battalion of the new Iraqi Army to join the fighting in Fallujah. However, while en route to the city, a crowd stopped the unit's convoy and confronted the Iraqi soldiers about the impending operation that would force them into combat against other Iraqis. The 2d Battalion's soldiers refused to continue the movement to Fallujah, claiming they had not enlisted to fight their countrymen. On 9 April the IGC reached the brink of collapse over its opposition to the Coalition's attack on Fallujah and the civilian casualties incurred by the city's population. CPA Chief Paul Bremer reversed his earlier direction and ordered CJTF-7 to suspend the Marines' attack. The 1st MEF declared a unilateral cease-fire and agreed to allow the so-called Fallujah Brigade, an ad hoc Iraqi Army unit led by one of Saddam's former generals, to take control of the city.

While the CPA and CJTF-7 were attempting to reestablish control in Fallujah, Coalition leaders found themselves facing a potentially larger threat in the form of Muqtada al-Sadr's forces. In late March 2004 al-Sadr's virulent rhetoric and anti-Coalition actions prompted the Coalition to take action. The CPA ordered al-Sadr's newspaper, *al-Hawza*, to be shut down, and on 5 April Bremer declared al-Sadr an outlaw.<sup>24</sup> At the same time, an Iraqi judge issued an arrest warrant for al-Sadr in connection with the murder of Shia cleric Abd Al-Majid al-Khoei on 10 April 2003.

Al-Sadr reacted by ordering his forces to move against the Coalition. Beginning on 4 April violence erupted in Sadr City and in the Shia-dominated cities of An Najaf, Kufa, Al Kut, and Karbala. In Al Kut the arrest of one of Muqtada al-Sadr's lieutenants, Mustafa al-Yacoubi, prompted the Mahdi Army to take over the local television and radio stations and overwhelm the CPA compound, the local government buildings, and the Iraqi police station. Mahdi Army militiamen launched attacks on local police stations and government buildings in other cities as well.<sup>25</sup> In Sadr City the attacks against American units were particularly deadly. In that part of the capital, the Mahdi Army ambushed elements of the 1st AD and the 1st CAV, killing seven Soldiers and wounding dozens of others.

The Coalition response was swift and deadly. The 2d ACR began operations against the Mahdi Army in Sadr City, immediately occupying police stations that had been taken over by al-Sadr's forces. At the same time, the 1st AD, which was in the process of turning over authority for the Baghdad area to the 1st CAV, stopped its redeployment home and launched an offensive against al-Sadr's forces in the southern cities. In what the division called the "Extension Campaign," the Soldiers of the 1st AD crushed the Shia uprising. On 4 April the division sent elements of its 2d BCT to help the multinational troops in An Najaf secure CPA facilities in the city. The division then ordered the 2d BCT, newly designated as Task Force (TF) *Striker*, to move to Al Kut where Sadrist forces had taken over the CPA headquarters and a local radio

station. Working with the Ukrainian forces in the city and with reinforcing elements from the 2d ACR, TF *Striker* moved into Al Kut on 8 April, and by 11 April had secured its objectives and suppressed the militia in the city.

The actions in Al Kut were the beginnings of a larger campaign that would involve most of the 1st AD as well as a BCT from 1st ID, a Stryker vehicle-equipped battalion from the 3d Brigade/2d ID operating in Mosul, and other CJTF-7 assets. As April progressed, the 1st AD

### **The Harsh Realities of Full Spectrum Operations The 2-5 CAV in Sadr City 4 April 2004**

In March 2004, the Soldiers of the 2d Battalion, 5th Cavalry Regiment (2-5 CAV), a part of the 1st Cavalry Division, arrived in Iraq and began taking over responsibility for the Sadr City section of the Iraqi capital from the 2d Armored Cavalry Regiment. By 4 April, the battalion's units were conducting full spectrum operations throughout the densely populated neighborhood dominated by Shia Iraqis. In the short time they had spent in Sadr City, most Soldiers in 2-5 CAV had patrolled the area and conducted what many labeled as stability operations—those noncombat missions designed to enable local government, reconstruct infrastructure, and give humanitarian assistance to local populations.

This was precisely the type of operation that the Soldiers of C Company, 2-5 CAV found themselves doing on the late afternoon of Sunday, 4 April. One platoon from the company had spent the day in their HMMWVs escorting waste trucks through Sadr City in an effort to remove sewage from the streets. Before returning home, the platoon leader received orders to lead his group of vehicles past the headquarters of the Sadr Bureau, Muqtada al Sadr's radical political organization that dominated the neighborhood. Near the bureau, the platoon found a large number of young men in the streets and on the buildings. Suddenly, the Soldiers came under fire from small arms and rocket propelled grenades. The platoon fought back fiercely but quickly suffered a number of casualties and had to move off the main avenue into a building where they established a defense.

2-5's commander mounted an immediate rescue but the units sent into the city were also ambushed and took casualties. Only after nightfall, when a column of M1 tanks penetrated deep into Sadr City was 2-5 CAV able to extricate the besieged platoon from C Company. By that time, six Soldiers from the 1st Cavalry Division and one Soldier from the 1st Armored Division had been killed. Over 60 other Soldiers had been wounded, many severely.

The ambush and subsequent rescue efforts in Sadr City reveal the difficulties underlying the Army's doctrine of full spectrum operations. Throughout Operation IRAQI FREEDOM, Soldiers had to conduct a mix of operations that required them to transition from nonlethal missions such as escorting waste trucks to high intensity combat operations in the blink of an eye. In 2003 when the US Army arrived in Iraq, it was the world's preeminent conventional fighting force. The situation in Iraq forced the Army to face a new reality in which excellence in combat operations was just one of many skills required to turn the military victory of April 2003 into an enduring success for the Coalition and the Iraqi people.

Based on material in Martha Raddatz,  
*The Long Road Home: A Story of War and Family*  
(New York: G.P. Putnam's Sons, 2007).

reorganized for combat and launched Operation IRON SABRE, a methodical set of actions intended to clear Sadrist forces from the towns of An Najaf, Kufa, Al Kut, and Karbala. Even though the last major action in this operation was at Karbala in May 2004, al-Sadr's forces continued to offer sporadic resistance to Coalition forces in An Najaf for another month. It was clear by that date that 1st AD and the other Coalition forces had defeated al-Sadr's attempts to lead an uprising designed to elevate him to power. Al-Sadr announced a unilateral cease-fire and ordered his militias to disband in late June 2004. It proved to be only a temporary setback for the Shia leader.

During the al-Sadr uprising, US forces demonstrated they could wield military power in a decisive way to suppress insurrection. However, neither the 1st AD's Operation IRON SABRE nor 1st MEF's Operation VIGILANT RESOLVE destroyed the forces that were intent on thwarting the Coalition's efforts in Iraq. The Mahdi Army would again strike out at American forces in the near future; undefeated insurgent groups in Fallujah became only stronger, transforming the city into a fortified sanctuary for Sunni Arab extremists; and insurgent groups in other parts of Iraq continued to mount small-scale attacks against Coalition troops. Exacerbating the situation throughout Iraq in late April and May was the public release of photographs depicting the abuse of Iraqi detainees by American Soldiers at the Abu Ghraib Prison. The Coalition had put the lid back on the caldron but the waters continued to boil.

### **Transitions of Command and Sovereignty: June–July 2004**

Despite the instability in Iraq, the Coalition continued making progress toward two critical transitions in the spring and summer of 2004: the transfer of political sovereignty to the Iraqis and the major reorganization of the Coalition's political and military command structure to make way for that transfer of political power. In the spring, serious political problems had emerged that ultimately reshaped the 15 November agreement. Iraqi politics and UN pressure forced Bremer to abandon the original plan of provincial caucuses that would elect the TNA. Instead, the process would be slower with the CPA, UN, and IGC choosing the interim government that would lead Iraq until national elections for the TNA were held in late 2004 or early 2005. The UN codified this new roadmap on 8 June 2004 when it passed Resolution 1546, a measure that endorsed the creation of a new sovereign entity called the Interim Iraqi Government (IIG), recognized the need for the continued presence of Coalition military forces in Iraq, and proposed the timetable for the IIG to follow to move Iraq toward a more democratic government. While these political transitions occurred, Coalition military leaders reorganized the command structure in Iraq to create a new strategic-level military headquarters that would free the corps headquarters of theater-strategic responsibilities and allow the corps commander to focus on the conduct of tactical operations.

The IIG's main function was to act as a caretaker government until the elections scheduled for late January 2005 could be held and a new constitution drawn up. However, determining the structure and the membership of the IIG proved to be no easy task. UN Special Envoy Lakhdar Brahimi selected the IIG members and then nominated them to Ambassador Bremer, who held the responsibility of approving or rejecting them. Brahimi wanted a government comprised of skilled technocrats who were not strongly affiliated with the major political parties in Iraq. Getting the Iraqi political parties to go along with this idea was nearly impossible. But after much scheming and maneuvering, Bremer approved Ayad Allawi, a secular Shia politician, to be the IIG Prime Minister, and the CPA formed the new government in June 2004.

Coalition forces in Iraq underwent major high-level structural changes in preparation for the handover of sovereignty on 30 June. President Bush selected John Negroponte to be the first ambassador to the newly sovereign Iraq. DOD complemented the creation of the new embassy in Iraq by redesignating CJTF-7 as Headquarters, Multi-National Force–Iraq (MNF-I) on 15 May 2004. Lieutenant General Sanchez served temporarily as the commander of MNF-I and transferred his command to US Army General George Casey Jr. on 1 July 2004.

MNF-I's chief function was to provide theater-strategic and operational-level planning and command for Coalition military forces in Iraq while working closely with the US Embassy and the IIG. MNF-I's major subordinate commands consisted of the Multi-National Corps–Iraq (MNC-I), the Multi-National Security Transition Command–Iraq (MNSTC-I), and the US Army Corps of Engineer's Gulf Region Division. MNC-I planned and conducted operations at the tactical level of war. MNSTC-I coordinated the programs to train and equip the ISF, thus taking these responsibilities from the CPA. The Gulf Region Division coordinated and supervised the American reconstruction effort in Iraq after mid-2004.

Each of these subordinate commands played a key role in how General Casey, the new MNF-I commander, envisioned the campaign in Iraq. In 30 days, Casey and his staff created a new campaign plan that characterized the Coalition military effort in Iraq as full spectrum counterinsurgency operations. In this type of campaign, MNF-I, the senior military headquarters, would coordinate and synchronize the political and economic elements of counterinsurgency operations with the Iraqi Government and Coalition political representatives, especially Ambassador Negroponte. MNC-I, MNSTC-

I, and the Corps of Engineers Gulf Region Division became the commands responsible for implementing the military-led aspects of the counterinsurgency campaign.

The staff structure of MNF-I also reflected the significant challenges faced by Coalition forces in detainee operations. After its public acknowledgment in April 2004 that US Soldiers had abused detainees in Abu Ghraib in late 2003, DOD made a number of significant policy and organizational changes, including the addition of a two-star general to the MNF-I staff who was designated the deputy commanding general for detainee operations. The deputy commanding general established policies for Coalition forces and oversaw the burgeoning detainee system that held and questioned Iraqis suspected of insurgent activities.



DOD Photo by SSgt Ashley Brokop, USAF

Figure 20. US Ambassador John D. Negroponte (left) shakes hands with Iraqi Prime Minister Dr. Ayad Allawi at an American Independence Day celebration where the Ambassador made a toast dedicating this July Fourth to the Iraqi people and to their independence.





Figure 21. General George W. Casey Jr. (left), Commander of Multi-National Force–Iraq (MNF-I), walks with Polish Armed Forces Major General Andrzej Ekiert, Commander of Multi-National Division–Center-South (MND-CS) during a visit to Camp Babylon, Iraq.

### **The Sunni Arab Challenge: August–November 2004**

While the Coalition had transferred sovereignty to the Iraqis and restructured its military command, insurgent and militia organizations had begun increasing their activity against Coalition forces and the ISF. In August 2004 the number of attacks against the Coalition, the ISF, and Iraqi civilians exceeded 2,500, making that month the most violent since June 2003.<sup>26</sup> The bulk of the violence resulted from the Mahdi Army's renewed campaign against Coalition forces centered in An Najaf. Muqtada al-Sadr had begun flexing his muscles again and MNF-I had responded by sending both US Marine and Army units to counter his attempts to gain control of that important city. The Coalition's combat proved decisive by the end of the month. However, the MNF-I commander had worked closely with the IIG to include ISF in the An Najaf fight, and directed Civil Affairs units into the city immediately after hostilities had ended to begin repairing damages caused by combat operations. This combination of combat power, ISF participation, and integrated reconstruction operations became the core of the Coalition approach in dealing with other cities in Iraq where Sunni insurgents had gained sway and threatened to undermine the legitimacy of the IIG and the upcoming elections scheduled for January 2005. Most important were the cities of Samarra and Fallujah, which by the summer of 2004 had become insurgent safe havens.

Samarra would be the first objective. In early 2004 the 4th ID had attempted to clear out insurgent cells in the city and enjoyed some success. But Coalition forces, with the exception of one US Army Special Forces team, had withdrawn after the 4th ID's operation and, by the middle of 2004, the insurgents had returned to the city and reestablished their control. The mission to clear the city and reinstate Iraqi Government control fell to the 1st ID, the unit that had taken responsibility for the Sunni heartland from the 4th ID in the early spring. By late summer the 1st ID had begun planning Operation BATON ROUGE to accomplish this objective.



Between late July and late September elements of the 1st ID began using a mix of information operations and other activities to shape the situation in Samarra. Working in concert with the ISF, the division planned to slowly isolate the city and then establish footholds first on its perimeter and then near its center. By late September Iraqi and American forces had made gains, but had not yet wrested control from the insurgent and criminal groups in the city. In fact, continued insurgent violence and intimidation spurred the Coalition to act in a more direct way. On 1 October 2004 Coalition forces launched a rapid large-scale attack and search operation and methodically cleared the city over the next 2 days. Following these successful clearing operations (during which approximately 125 insurgents were killed, 60 wounded, and 128 detained), the 1st ID and the ISF remained in place to conduct security, reconstruction, and information operations designed to stabilize Samarra and make the city less vulnerable to a return of the insurgents.<sup>27</sup>

With the Sunni Arab guerrillas evicted from Samarra, the Coalition turned its attention toward Fallujah. After the CPA called off the Marine offensive to destroy the Sunni insurgents in April 2004, Fallujah had once again become a sanctuary for Sunni Arab insurgents. The Fallujah Brigade, the Iraqi force that replaced the US Marine presence in the city, had dissolved within weeks, many of its soldiers joining the ranks of the insurgents. Increasingly confident, the insurgents inside Fallujah began instituting very conservative religious strictures and preparing for the next Coalition attack. By October 2004 intelligence estimates suggested that approximately 4,500 insurgents occupied the city of Fallujah.<sup>28</sup>

For the Coalition and the IIG, the idea of holding elections while a large city near Baghdad remained in enemy hands was untenable. To rid Fallujah of the insurgents, MNF-I worked with the Iraqis in planning Operation AL FAJR (known to US units as PHANTOM FURY), which not only incorporated US Army and Marine Corps forces but Iraqi Army units as well. AL FAJR was a three-phase operation, the first of which focused on shaping the battlefield environment. Iraqi Prime Minister Ayad Allawi, in a show of cooperation with Coalition forces notably absent from Operation VIGILANT RESOLVE in the spring, declared most of Iraq to be in a state of emergency. US and Iraqi forces then surrounded Fallujah, instituted a curfew, and warned Iraqis not to carry weapons. Coalition forces sealed off the city and urged all non-combatants to leave. One account of the battle estimated that “less than 500 civilians” remained in the city when combat operations began.<sup>29</sup>

Once the Coalition had isolated those remaining in Fallujah by establishing blocking positions around the circumference of the city, the second phase of the operation began. Two Marine regimental combat teams, each task-organized with a US Army mechanized battalion and several Iraqi Army formations, assaulted the city from the north on 8 November 2004. For months the insurgent forces had been constructing extensive defenses inside Fallujah’s many buildings, and these fortifications allowed the small enemy groups to resist the Coalition attack using small-arms fire, improvised explosive devices, and rocket-propelled grenades. US forces employed their superior firepower and mobility using tanks, Bradley Fighting Vehicles, artillery, and helicopter gunships to destroy the insurgent resistance. After 2 weeks of hard fighting, Coalition forces had established control over Fallujah and began phase three of the operation which featured reconstruction missions. US and Iraqi forces killed 2,000 insurgents and captured approximately 1,200. But the tough house-to-house combat inside the city claimed the lives of 70 US Soldiers, Sailors, and Marines and 7 Iraqi soldiers. An additional 600 Coalition and Iraqi participants were wounded in the operation.<sup>30</sup>

## Notes

1. Coalition Provisional Authority Order No. 1, “De-Ba’athification of Iraqi Society” (16 May 2003), [http://www.iraqcoalition.org/regulations/20030516\\_CPAORD\\_1\\_De-Ba\\_athification\\_of\\_Iraqi\\_Society\\_.pdf](http://www.iraqcoalition.org/regulations/20030516_CPAORD_1_De-Ba_athification_of_Iraqi_Society_.pdf) (accessed 14 September 2006).
2. Coalition Provisional Authority Order No. 2, “Dissolution of Entities” (23 May 2003), [http://www.iraqcoalition.org/regulations/20030823\\_CPAORD\\_2\\_Dissolution\\_of\\_Entities\\_with\\_Annex\\_A.pdf](http://www.iraqcoalition.org/regulations/20030823_CPAORD_2_Dissolution_of_Entities_with_Annex_A.pdf) (accessed 14 September 2006).
3. UN Security Council, “Resolution 1483” (22 May 2003), <http://daccessdds.un.org/doc/UNDOC/GEN/N03/368/53/PDF/N0336853.pdf?OpenElement> (accessed 14 September 2006).
4. General Tommy Franks, *American Soldier* (New York, NY: Harper Collins, 2004), 392–393 and 528–531.
5. General Tommy Franks (Retired), interview by Contemporary Operations Study Team, Fort Leavenworth, KS, 23 June 2006, 7–9.
6. L. Paul Bremer III, *My Year in Iraq: The Struggle to Build a Future of Hope* (New York, NY: Simon & Schuster, 2006), 105–107.
7. In April 2003 the commander of V Corps had received indicators that his headquarters would likely form the core of the follow-on joint task force. On 14 May CFLCC held a briefing that made the transition to V Corps official, naming the new headquarters CJTF-7 and scheduling the transition to take place no later than 15 June 2003. General William S. Wallace, Memorandum for Director, Combat Studies Institute, Subject: Review of On Point II Draft Manuscript, 20 December 2006, 1.
8. John J. McGrath, *Boots on the Ground: Troop Density in Contingency Operations* (Fort Leavenworth, KS: Combat Studies Institute Press, 2006), 126.
9. General William S. Wallace, interview by Contemporary Operations Study Team, Fort Leavenworth, KS, 22 May 2006, 8.
10. Lieutenant General Ricardo Sanchez, interview by Contemporary Operations Study Team, Fort Leavenworth, KS, 14 August 2006, 5.
11. V Corps and CJTF-7, *V Corps–CJTF-7 Transition and Challenges* Briefing, 30 September 2004, slide 5.
12. Lieutenant Colonel Wesley Odum, interview by Contemporary Operations Study Team, Fort Leavenworth, KS, 17 March 2006, 7, 16.
13. Coalition Provisional Authority, *CPA Vision Statement* (13 July 2003), 5.
14. Lieutenant General Keith Dayton, interview by Contemporary Operations Study Team, Fort Leavenworth, KS, 14 December 2005, 3–4.
15. “DOD News Briefing—Mr. Di Rita and Gen. Abizaid,” *DefenseLink*, 16 July 2003, <http://www.defenselink.mil/transcripts/2003/tr20030716-0401.html> (accessed 18 September 2006).
16. US Government Accountability Office, GAO Report GAO-05-431T, “Rebuilding Iraq: Preliminary Observations on the Challenges in Transferring Security Responsibilities to Iraqi Military and Police,” 14 March 2005, 10.
17. Bremer, *My Year in Iraq*, 142.
18. See Lieutenant General Ricardo Sanchez’s comments in Michael R. Gordon, “To Mollify Iraqis, US Plans to Ease Scope of Its Raids,” *New York Times* (7 August 2003), 1.
19. GAO Report GAO-05-431T, see Figure 1, “Violent Incidents Against the Coalition and Its Partners, by Month, June 2003 Through February 2005,” 14 March 2005, 10. This official unclassified report of the number of attacks, which will be used throughout this study, closely resembles unofficial reports such as those in the Brookings Institution’s Iraq Index that derived its statistics from a variety of sources, including press reports. While there are differences between the reports in the precise number of attacks in specific months, the general trends in the number of attacks over time in the GAO report closely resemble those documented in the Brookings Institution’s Iraq Index. For comparison, see Michael E. O’Hanlon and Adriana Lins de Albuquerque, “Iraq Index: Tracking Variables of Reconstruction and

Security in Post-Saddam Iraq, Updated April 18, 2005,” The Brookings Institution, <http://www.brook.edu/fp/saban/iraq/index20050418.pdf> (accessed 18 December 2006).

20. GAO Report GAO-05-431T, 14 March 2005, 10.

21. Bremer, *My Year in Iraq*, 253.

22. GAO Report GAO-05-431T, 14 March 2005, 10.

23. See Transitional Administrative Law, <http://www.cpa-iraq.org/government/TAL.html> (accessed 11 December 2006).

24. “Bremer brands Moqtada Sadr an Outlaw,” *Middle East OnLine*, <http://www.middle-east-online.com/english/?id=9514> (accessed 30 August 2006).

25. 1st Infantry Division, 135th Military History Detachment, “Stryker Scimitar: The Battle for Al Kut, 8 April 04–11 April 04,” CD, Fort McNair (Washington, DC: US Army Center for Military History).

26. GAO Report GAO-05-431T, 14 March 2005, 10.

27. Major General John R.S. Batiste and Lieutenant Colonel Paul R. Daniels, “The Fight for Samarra: Full-Spectrum Operations in Modern Warfare,” *Military Review*, May–June 2005, 3.

28. Lieutenant General John F. Sattler and Lieutenant Colonel Daniel H. Wilson, “Operation AL FAJR: The Battle of Fallujah—Dousing the Bright Ember of the Insurgency,” *Marine Corps Gazette*, July 2005, 14.

29. Sattler and Wilson, 16.

30. Matt M. Matthews, *Operation AL FAJR: A Study in Army and Marine Corps Joint Operations* (Fort Leavenworth, KS: Combat Studies Institute Press, 2006).

31. “Iraqi Elections, January 30, 2005,” US State Department Web site, <http://www.state.gov/r/pa/scp/2005/41206.htm> (accessed 4 September 2006).

32. Anthony Shadid, “Iraqis Defy Threats as Millions Vote,” *Washington Post Foreign Service*, 31 January 2005, A1.

33. Lieutenant General Thomas Metz, interview by Contemporary Operations Study Team, Fort Leavenworth, KS, 13 December 2005, 12.

34. Metz, interview, 13 December 2005, 12.

35. “Special Defense Department Briefing on Iraq Security Forces,” *DefenseLink*, 4 February 2005, <http://www.defenselink.mil/transcripts/2005/tr20050204-2083.html> (accessed 17 October 2006).

## The Emergence of the Iraqi Insurgency

The Iraqi insurgency that evolved in the spring of 2003 was extremely complex in nature. Its disparate elements (all of which will be discussed in greater detail later in this chapter) gave it a diverse quality that militated against an easy categorization of the Iraqi opposition as an insurgency. In many of the general studies of insurgency and counterinsurgency, theorists tend to define an insurgency in narrow terms. Much of the literature on the subject refers to Mao Zedong's theories of revolutionary warfare and his model of an insurgency as the basic templates to be used in understanding insurgent motivations and methods. In this model, derived from Marxist-Leninist theory on the subject, as well as Mao's experience leading guerrilla groups in China in the 1930s, an insurgency is one tool in the revolutionary party's struggle for political power.<sup>68</sup> Mao's well-known model features an insurgent organization that benefits from both unity of command and unity of purpose, and offers a prescriptive set of operational phases through which the organization escalates the conflict and ultimately gains political control of a country. The multiple insurgent organizations in Iraq—with their various sectarian and ethnic identities, diverse command structures, and differing goals—did not easily fit into this well-established understanding of insurgencies.

As noted in the introduction to this chapter, US military doctrine in 2003 described insurgencies more broadly than traditional definitions, characterizing them as organized movements “aimed at the overthrow of a constituted government through use of subversion and armed conflict.”<sup>69</sup> This description could be used to describe the wide variety of groups—former Baathists, secular nationalist organizations, Islamist terrorists, sectarian militias, criminal gangs and others—that made up the insurgent network in Iraq. Despite the broader scope, the DOD's doctrinal definition of insurgency retained traditional assumptions about command and intent, viewing an insurgent organization as operating under the command of an identifiable leadership and moving toward one overarching objective. However, this type of unified command structure was not present in the days just following Saddam's collapse and emerged slowly in the Iraqi insurgency in the summer of 2003. Nor was there any single political goal that defined the end state for all the insurgent groups fighting Coalition forces in this early period. American commanders who attempted to discern a unified purpose and command in Iraqi attacks found only vague political and religious statements and small-scale attacks, coordinated, at best, at the local or regional level. This view led to the widespread American conclusion that the violence was the work of small, isolated groups of Saddam's paramilitary formations (Fedayeen) and recalcitrant Baathists, albeit inspired by some central concept of resistance to the Coalition invaders.

The American assessment in the summer of 2003 was accurate in part. Ex-Baathists, sometimes called former regime elements (FRE) by US commanders, appear to have been behind the small number of attacks on Coalition forces during this timeframe. However, most Coalition commanders did not realize the small groups comprising the Iraqi opposition that summer expended most of their energy and resources on organization and making connections rather than on overtly attacking the Coalition. Initially, these individuals were almost exclusively Sunni and were drawn together because of anger and dishonor over their unemployment and resentment of the occupation. Disenfranchised individuals began leveraging pre-existing party, professional, tribal, familial, or geographic—including neighborhood—networks to create the foundation of their insurgent organizations.<sup>70</sup> Subsequent action revolved around defining the cause and recruiting followers.<sup>71</sup> Former Baathist officials often took the lead in these efforts,

combining their military and intelligence skills with knowledge of the location of vast weapons stockpiles and money hidden for the defense of Baghdad.<sup>72</sup>

Still, the early Sunni insurgent groups were not simply Saddamists fighting to restore the Baathist Party and its ideology. Instead, the insurgency in Sunni areas grew because of concerns about political status in general. Colonel Harvey, the US Army officer who led CJTF-7's Red Team, suggested that the groups within the Sunni insurgency were always focused on retaking the political power they had enjoyed in the Saddam regime. In Harvey's estimation, the CPA policy of de-Baathification had been tantamount to "de-Sunnification" and the Sunni Arabs, "the old oligarchy, the old leadership, the clerics, tribal leaders and others, [were] focused on regaining their power, influence and authority in whatever form that is relevant."<sup>73</sup>

These Sunni leaders used a variety of means to recruit and focus members of their organizations. One study conducted by the International Crisis Group (ICG) contended that Sunni groups often appealed to the population with patriotic and religious themes while relegating Baathist ideology to only a minor role.<sup>74</sup> Thus, there existed within the growing insurgent network a strong sense of religious identity and an obligation to oppose Coalition forces that could be characterized as infidel invaders. While the Baathist regime was secular in nature, Saddam Hussein had fostered the practice of Islam during the 1990s to unite Iraqi society and enhance the regime's legitimacy. Ahmed Hashim, a professor at the US Navy's Postgraduate School, looked closely at the origins and structure of the Iraqi insurgency and found the role of religion within the Sunni insurgent groups to be significant. As an example, Hashim quoted a middle-aged insurgent named Abu Mohajed as stating, "We fight the Americans because they are nonbelievers and they are coming to fight Islam."<sup>75</sup> For some religious Iraqis, the actions and policies of the Coalition forces were irrelevant. Simply by entering Iraq they had become enemies of the Iraqi people. One cleric in Mosul contended, "In invading a Muslim territory, the objective of the infidels has always been to destroy the cultural values of Islam. . . . We have been delivered of the injustices of one man [i.e., Saddam Hussein] but this does not mean we must accept the American-British domination."<sup>76</sup>

Despite the rising importance of the religious factor in 2003, foreign jihadis played only a minor role in the day-to-day operations of the insurgent groups. The judgment of General John Abizaid, CENTCOM commander, was that in July 2003 there were "not significant numbers" of foreign fighters flowing into Iraq.<sup>77</sup> The ICG report on the insurgency concurred, but noted that this changed as the insurgency matured: "The impact of foreign jihadis grew over time, but during the early stages of the insurgency it appears to have been negligible, and al-Qaeda in particular was absent."<sup>78</sup> Colonel Harvey's assessment of the role of foreign fighters generally agreed with these assertions. Harvey argued that even as the number of foreign fighters grew after the summer of 2003, their presence in the insurgency remained disproportionately small while their use of large-scale terrorist acts earned them a great deal of attention.<sup>79</sup>

Between August 2003 and January 2005, the Iraqi insurgency continued to grow and diversify. Spectacular attacks against the Jordanian Embassy on 7 August and the United Nations (UN) Compound on 19 August 2003 clearly signaled the emergence of a larger and better-organized threat. In these two acts, CPA and Combined Joint Task Force-7 (CJTF-7) officials began to discern an organized Sunni insurgency amid the inchoate actions of Saddamists, foreign fighters, and others, who chose targets carefully to have the maximum political effect. The sharply increasing level of attacks between August 2003 and January 2005 also indicated a growing insurgency. In August 2003 the insurgents launched approximately 500 attacks on

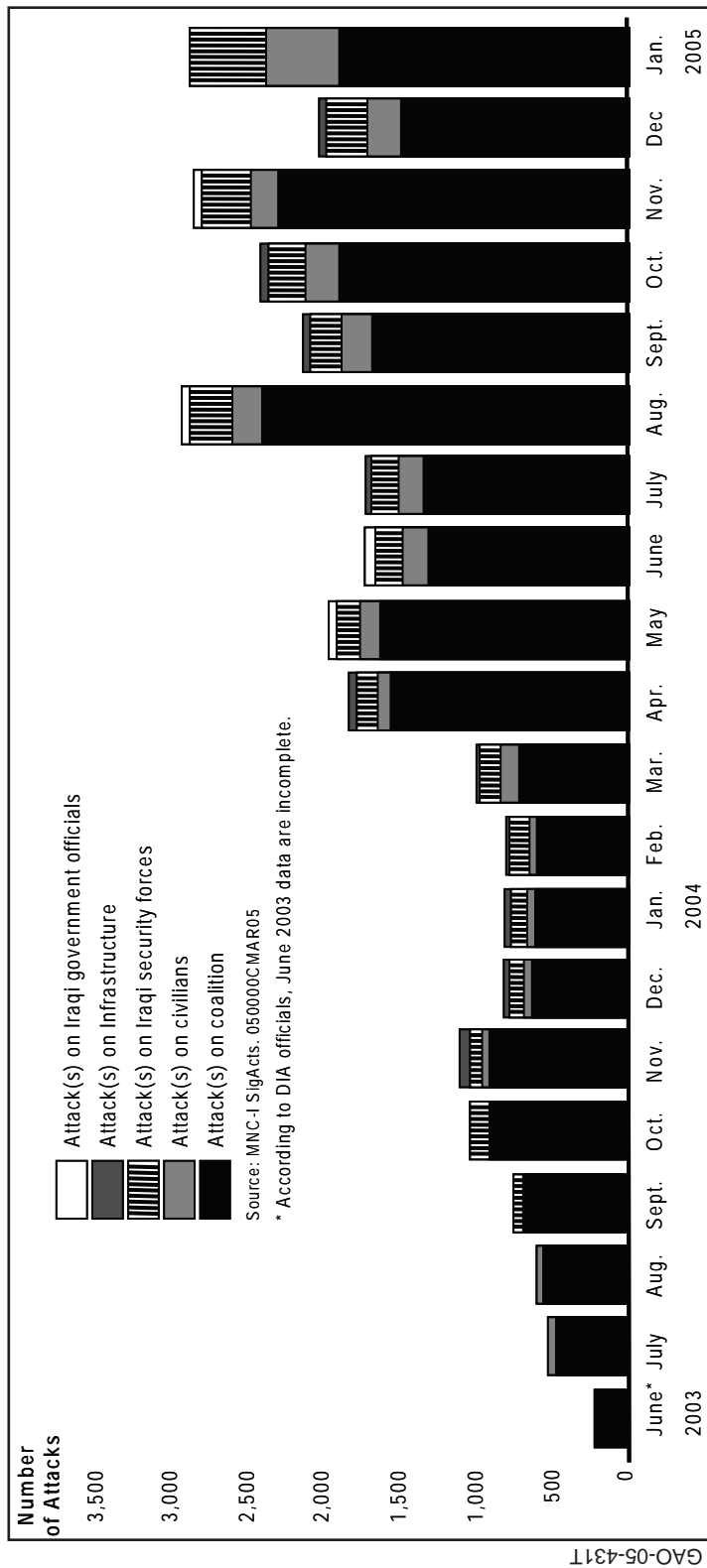


Figure 29. Violent incidents in Iraq, June 2003–January 2005.



Coalition forces, and in December 2004 this number roughly tripled to 1,500 attacks.<sup>80</sup> The capture of Saddam Hussein in December 2003 led to a brief respite between January and March 2004 when the attacks decreased. Still, a number of observers have noted that in the long term the removal of the Baathist leader may have actually intensified the insurgency. According to the ICG report:

Saddam's capture in December 2003 helped rid the insurgency of the image of a rear-guard struggle waged on behalf of a despised regime. Paradoxically, his incarceration gave the insurgency renewed momentum, dissociating it from the Baathist regime and shoring up its patriotic, nationalist and religious/jihadist credentials. By the same token, it facilitated a rapprochement between the insurgency and trans-national jihadi networks, which had been hostile to a partnership with remnants of a secular, heretical regime and whose resources (monetary and human) could now be fully marshaled.<sup>81</sup>

While the first 3 months of 2004 witnessed fewer attacks on Coalition soldiers, this interval was only a temporary lull that saw insurgent forces consolidating in cities such as Fallujah and creating broader networks.

The events of April 2004 stand out as a jarring shock as both Sunni insurgent groups and Shia militants rose up in armed defiance of the Coalition. These events demonstrated that the capture of Saddam had not unhinged the Sunni-led factions of the insurgency. In that month, the number of attacks jumped precipitously, reflecting insurgent reactions to the US Marine Corps assault on the city of Fallujah and the insurrection mounted in Baghdad and the southern cities of An Najaf, Kufa, and An Nasiriyah by the Shia Mahdi Army (Jaish al Mahdi) under the control of Muqtada al-Sadr. The Coalition's decision to end the assault on Fallujah and enter into political negotiations with the Iraqi elements in the city had a particularly profound effect on the Sunni insurgency. Hashim argued that the insurgents viewed it as "major political and military victory" because they had endured the US assault and remained undefeated.<sup>82</sup> In a similar fashion, the Mahdi Army uprising gave strength to Shia organizations by demonstrating that they too could use violence to provoke a reaction from the Coalition and achieve specific political goals. The insurgents benefited from these events, using them to increase recruits, expand training, and improve the arming of their organizations. For the remainder of 2004, attacks against Coalition forces remained at the high levels achieved in April of that year.

As the insurgency became larger and more lethal, it also diversified. While the opposition had begun as a loose association of ex-Baathists operating more or less independently, by the spring of 2004 it had become a multifaceted and cohesive network. Because of its complex and evolutionary nature, it is difficult to describe the details of the structure of the insurgency with a high degree of certitude. However, it is possible to depict the insurgent network as a constellation of groups that cooperated but also shifted positions and loyalties as their motivations and actions changed. This constellation included the major Sunni groups made up of former Baathists, tribes, Islamist parties, and eventually terrorist organizations like Abu Musab al-Zarqawi's al-Qaeda organization. Shia groups and criminal gangs occupied positions within the constellation as well.

The key to understanding the network, according to Colonel Harvey, was the connections that key ex-Baathists leaders forged with the other groups in the insurgent constellation. Before 2003 the Saddam regime had established intelligence and paramilitary organizations such

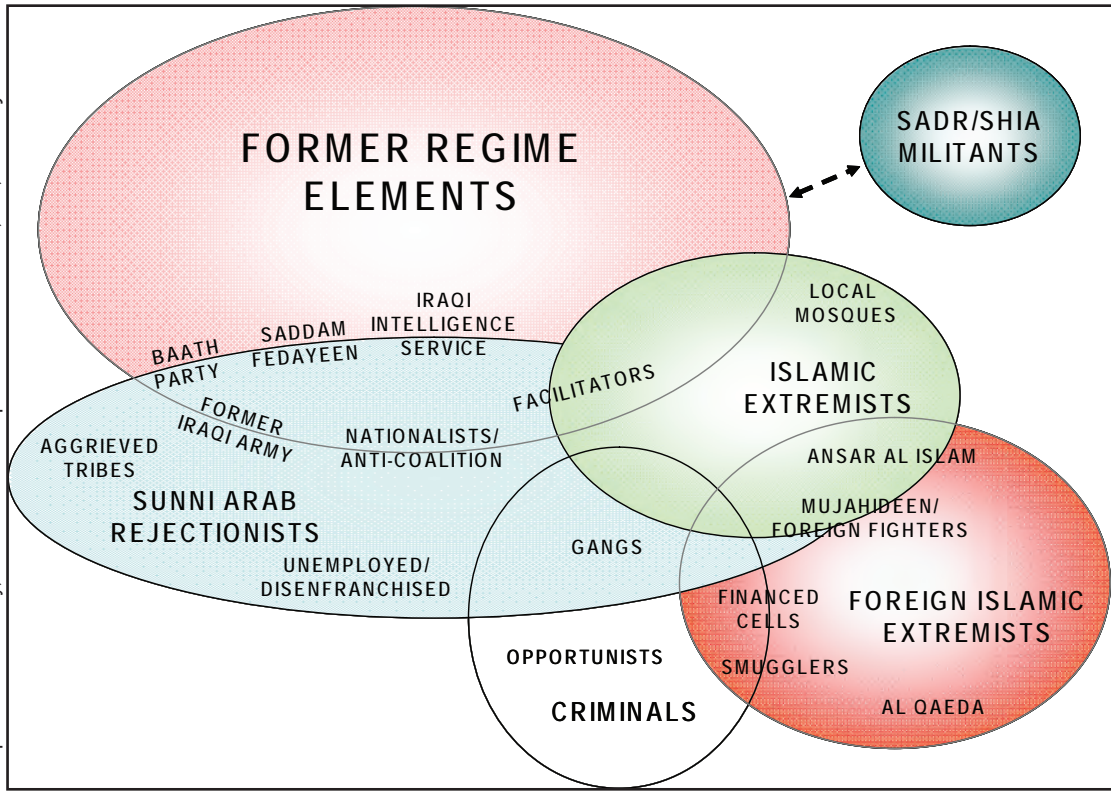
Adapted from Harvey, "Red Team Perspective" in McGrath, ed., *An Army at War*

Figure 30. Iraqi insurgency, 2004.

as the Al-Quds Army and the Fedayeen Saddam in every Iraqi province to secure the Baath Party's political power.<sup>83</sup> These organizations had established safe houses and weapons caches in large cities. They had also prepared to use specific mosques as covert bases for operations against Shia or Kurdish insurrections or any other opposition that might threaten regime power. These groups benefited from the widespread and immense arms caches Saddam had dispersed throughout the country in the years leading up to the war.<sup>84</sup> The US victory in the spring of 2003 did nothing to dismantle these Baathist organizations, their infrastructure, or the significant relationships they had forged with tribal and religious leaders within Iraq. It was this set of Baathist institutions, Harvey asserts, that after May 2003 made up the central set of organizations in the constellation and provided general guidance and resources to other groups by leveraging

their established relationships. Indeed, there was overlap between these groups, with some individuals active in more than one type of organization. This understanding of the network helps elucidate how and why former Baathists—secular in orientation—used tribal connections to establish a working relationship with Islamist terrorists affiliated with al-Qaeda in Iraq.<sup>85</sup>



Figure 31. Wanted poster for Abu Musab al-Zarqawi.

At the tactical level, these organizations used a cellular structure to mount operations against Coalition forces. To a large degree, this cellular structure was based on the framework of the Baathist paramilitary and intelligence systems. Specialized and compartmented cells, however, were characteristic of many insurgent organizations, such as the Algerian National Liberation Front (FLN) and the Viet Cong, and were not unique to Iraq. Iraqi insurgent groups employed cells that procured weapons, cells that constructed bombs, cells that provided command and control, and combat cells—the small groups that actually conducted the attacks.<sup>86</sup> One example of an organization with this type of structure was the Army of Muhammad, which operated in the Sunni heartland and claimed to have a number of specialized cells headed by an officer who had served in Saddam's army. The role of the Baathist network in the group, however, was diluted by the presence of the large, powerful Sunni Dulaimi tribe, to which many of the group's members belonged.<sup>87</sup>

While this diverse network was unified in its opposition to the Coalition, other overarching political objectives that might have provided cohesion were more difficult to detect. Most theoretical works on insurgency warfare make the assumption that an insurgent fights for something greater than military victory. The US military's doctrinal understanding of insurgencies certainly assumed that larger political goals, like the revolutionary seizure of power or the establishment of a particular ideology such as communism, have provided the impetus to modern insurgencies. Events in Iraq in 2003 and 2004 forced some to reconsider this definition, suggesting it remained too narrow and positing the existence of insurgencies without clearly articulated and widely accepted political goals. The Iraqi insurgent groups shared no common goal, having instead multiple political agendas. Some insurgent groups sought dominance in a particular area for their tribe. Many elements of the insurgency simply wanted their ethnic or sectarian group to have political control of Iraq when the dust settled. This latter goal was one of the most important motivating factors behind many Sunni groups and the militant Shia organizations.

Certainly religion played a role in the political objectives of Islamist groups. Al-Qaeda in Iraq and other Salafist groups based their actions on the desire to establish an Islamic theocracy. The Salafist Ahl al-Sunnah wa al-Jamaah Association, for example, openly demanded the founding of an Islamic state in Iraq.<sup>88</sup> Some Shia groups such as the Mahdi Army at times articulated a similar version of this politico-religious end state. However, it is critical to emphasize that religious figures were not always radical Islamists and not all Islamists sought a theocratic government in Iraq. In fact, some of the religious figures that used Islamist rhetoric and have roles in the insurgent network appear to have wanted a more limited goal of greater political power for their organizations in an essentially secular post-Saddam Iraq.<sup>89</sup>

The varying political objectives did not necessarily preclude cooperation between the many insurgent organizations. In fact, the force holding the insurgent constellation together was the central motive of opposition to the Coalition. This motivation was expressed in some groups in secular terms, a patriotic duty, and in other groups in religious terms, a Quranic duty, to expel infidels from Muslim lands. Hashim argued that for some insurgents, the expulsion of the infidel occupiers became the political objective with little thought to what Iraq should be after the Coalition is pushed out. He quoted one Sunni insurgent as stating, "Our main aim is to drive the Americans out and then everything will go back to normal, as it was before."<sup>90</sup>

## Major Insurgent Groups

No brief survey of the major groups within the insurgent network can be complete, but it is important to offer a general summary of the organizations that provided the bulk of the energy and resources that established the network in 2003 and then expanded it in 2004. While each group is discussed as an independent entity, it is critical to recognize that these organizations often collaborated and their membership often overlapped with individual insurgents operating in a number of different groups.

### *Sunni Arabs*

For much of the 18-month period under study, the Sunni Arab insurgency served as the primary opposition to Coalition military forces. These Sunni Arab groups, active primarily in Baghdad, Al Anbar province, and the provinces that made up the Sunni Triangle, had grown up around the support framework initially provided by members of the Baathist military and intelligence services that had gone underground after April 2003. In fact, for many Coalition leaders the role of the Baathists was so prominent as late as mid-2004 that some still identified the Sunni groups as offshoots of Saddam's regime. General George W. Casey Jr., who became the commanding general of Multi-National Force–Iraq (MNF-I) in July 2004, recalled that on taking command, his initial assessment of the various threats in Iraq focused on these Sunni groups whose core he identified as former regime elements.<sup>91</sup>

While the Baathists may still have made up the core of the Sunni insurgency, by mid-2004 the number of groups within the larger network had grown and diversified. Within the complex structure of this constellation, however, some analysts have discerned several basic groups or clusters. Amatzia Baram, a historian who has written a lucid explanation of the Iraqi insurgency for the United States Institute of Peace, contended that there were three major factions among the Sunni insurgents: secular/ideological, tribal, and religious/Islamist.<sup>92</sup> One unifier among traditional Sunni Muslims and Baathist or non-Baathist secular Sunni Arabs was the privileged status they enjoyed under Saddam's Baath Party regime. According to Baram, "Most Sunnis, whatever they thought of the Baath Party, were beholden to Saddam and were often connected to the regime through relatives or close friends."<sup>93</sup> Baram continued, "Men with strong tribal connections and bound by tribal interests, values, and norms are just as likely to define themselves as Islamists, Saddamists, or, to varying degrees, both. Still others define themselves as 'nationalists.'"<sup>94</sup>

While there were different motivations driving the Sunni insurgency, most insurgents could be further lumped into two categories: those who opposed the Coalition presence but were willing to work with the new Iraqi Government and those who rejected any cooperation with the new Iraqi state. The former category included all other secular and ideological groups, tribes, and even some religious organizations. "Insurgents in the latter category," according to Baram, "include the ultraradical Salafi and Wahhabi Islamists, ex-Baathists who have either committed crimes against humanity or are otherwise convinced there is no place for them in the new system, and hardened ordinary criminals."<sup>95</sup> Only the most radical Islamists, such as the Wahhabis and Salafis, were likely to state any criticism of Saddam.

The number of Sunni Arabs in the latter category—those not willing to work with the new Iraqi government—grew in late 2003 and 2004, because of the notion that Americans disliked



Sunnis or wanted to create an Iraq in which Sunnis were disenfranchised. Some of this was an outgrowth of the policy of de-Baathification and some of it resulted from the more general perception that the Coalition sought to deny the Sunnis their rightful role as rulers of the Iraqi state. Saddam Hussein had assured the Sunni Arabs, a group that composed approximately 20 percent of the population, that they represented the majority of the Iraqi population and thus had the right to rule the Shias, the Kurds, and other groups. After May 2003 it appeared to many Sunnis that the Coalition was overtly punishing them by granting the Shias and Kurds an inordinate amount of political power. For some Sunnis, this change suggested they might not only lose political power but also become dominated politically, economically, and socially by the Shias and the Kurds.<sup>96</sup>

Sunni disaffection increased in 2004 not only because of the factors mentioned above but also as a result of the Coalition's large-scale offensive operations in Sunni cities such as Fallujah and Samarra that appeared to target the Sunni heartland. This loss of Sunni support showed glaringly in January 2005 when relatively few Sunni Arabs participated in the national legislative elections. Hashim quoted one particularly important Sunni official, Adnan al-Janabi, Minister of State in the Interim Iraqi Government, as stating, "[the Americans] made every single mistake they could have thought of to alienate the Sunnis. The US is behaving as if every Sunni is a terrorist."<sup>97</sup>

### ***Secular Ideologues: Baathists and Arab Nationalists***

As mentioned earlier, Baathist groups are critical to understanding the foundation on which the insurgent network was built. These organizations were largely motivated by economic, ideological, social, and secular interests.<sup>98</sup> Baathists defined themselves as both pan-Arab nationalists and Iraqi patriots. They used these ideologies to gather followers and mobilize them against Coalition forces and the new Iraqi Government. However, according to Baram's report for the United States Institute of Peace, there were sectarian motives driving at least some of the Baathist insurgent groups:

Adherence to pan-Arab nationalism in the new Iraq . . . has different functions . . . it provides a respectable ideological legitimacy to the effort to return the Baath regime to power or to return the Sunni Arab community to a position of supremacy through other means. This is essentially a sectarian quest to reverse the ascendancy of the Shia and the Kurds following the war.<sup>99</sup>

Adherence to a pan-Arab ideology also brought the promise of financial, political, and military support from other Sunni Arabs throughout the world, especially from those in the Middle East who objected to any increase in Shia influence.<sup>100</sup> The strength of these insurgent groups was based on their entrenchment in Iraqi society; their biggest weakness was that few people believed in the Baath ideology anymore. These groups were further hampered by their inability to state that they were fighting to return a popular leader to power.<sup>101</sup> If there was a geographic center for these groups, it was located along the Tigris River north of Baghdad, in the cities of the Sunni heartland near Saddam's hometown of Tikrit.

According to interviews conducted by the United States Institute of Peace with Baathist officials turned insurgents, there were other motivations for carrying out military operations against Coalition forces.<sup>102</sup> Many were no longer supporters of Saddam, but their grievances were centered on the loss of patronage jobs that provided economic security and prestige, and a

sense of humiliation they felt both as a community and as individuals for being dishonored by the United States. Baram also detected a deep concern about the future of Sunni power among these individuals:

Many senior and mid-level Sunni Baathists believe that only they know how to conduct the affairs of the Iraqi state, and that the Shia, and particularly the Shia clergy, are totally incapable of doing so. In some cases there is evidence of a genuine fear for the very existence of the community. An interview with a few armed guards at one of Iraq's most important Sunni mosques, the Abu Hanifa mosque, further illustrates the fear of growing Shia power. Speaking the day Saddam's capture was announced, one stated bitterly: 'We don't have any future.' They insisted they were no longer fighting for the privileges they had enjoyed but, rather, for the survival of their community in a Shia-dominated state.<sup>103</sup>

Baram described how many of the Baathist organizations took names that were essentially secular, such as the Kataib Thawrat al-Ishreen (1920 Revolution Brigades), al-Awda (The Return), al-Islah (The Reform), Jabhat al-Muqawama (The Resistance Front), al-Qiyada al-'Amma Li-Jaysh al-'Iraq (The General Command of Iraq's Army), and Munazzamat al-Tahrir al-Iraqiyya (The Iraqi Liberation Organization).<sup>104</sup>

### ***Sunni Tribes***

Often intertwined with the Sunni secular groups were hundreds of tribe and subtribal groups, some of which combined to compose 10 large tribal federations. The largest two tribal federations were the Dulaim and the Shammar Jarba, which had more than one million members each.<sup>105</sup> Baram explained, "The most meaningful tribal components . . . were the much smaller units, mainly the fakhdh (a subtribal unit numbering a few thousand) and the khams, a five-generation unit responsible for blood revenge and for the payment of blood money, or diyyeh."<sup>106</sup> Tribal affiliations were very strong and tribal membership served as a source of pride for many Iraqis. Most of these tribes also had a traditional reluctance to submit to any strong central authority. They preferred to rule themselves without outside, especially Coalition, interference.<sup>107</sup> A key tribal value was the emphasis placed on the warrior and the respect and social status one gains from being a soldier, a norm that Saddam Hussein made great use of in creating ties between the tribes and his regime.<sup>108</sup> Baram explained how the Iraqi leader took advantage of the tribal code of the warrior to mount his war against Iran:

[Saddam] believed their Arab pedigree guaranteed their loyalty in any war against Iran, and their tribal background guaranteed that they would not turn their backs to the enemy, because they were bound by the tribal code of honor (al-sharaf). As a result, during the Iraq-Iran War, young tribesmen were promoted in the armed forces at breakneck speed, filling the ranks of the Mukhabarat.<sup>109</sup>

Baram also noted how promotion in the Baathist military built greater loyalty to Saddam, "For modestly educated country boys this was the fulfillment of a socioeconomic dream, and they were staunchly loyal to regime and leader."<sup>110</sup>

Tribal hostility toward the Coalition was then partially a result of the loyalty of the many tribal groups to Saddam. But this hostility was often exacerbated whenever US Soldiers, usually



unaware of the intricacies of Arab and Iraqi culture, treated tribal members in dishonorable ways. Many tribes turned against the Coalition because of these perceived insults to tribal honor and pride. Sheik Hamad Mutlaq of the Jumali tribe said, "The hatred toward the Americans was heightened when they started to arrest the sheiks and insult them in front of their people—even in front of women."<sup>111</sup>

Opposition to the Coalition increased when Iraqi civilians died mistakenly during combat operations. In April 2003 in Fallujah, for example, Soldiers from the 82d Airborne Division (82d ABN), believing they had been fired on, began shooting into a crowd, killing and wounding a number of Iraqis. (The actual number is still in dispute). Tribal culture demanded compensation for the deaths of innocents and often sought to redeem the dishonor of the killings by seeking revenge. To avoid this process of redeeming the honor of the group meant that the family and clan would earn the disrespect of other groups and might result in a loss of social position.<sup>112</sup> While the US Army eventually paid compensation to the families of the victims in Fallujah, this type of amelioration did not always occur, leading some tribal members to seek revenge for the killings on US troops.

The only way to avoid tribal violence in these cases was to pay blood money to the family of the victim by the aggressor, in this case the US military. After many attacks, the US Army did offer some Iraqi families compensation for deaths, injuries, and damage to property. However, Baram's research suggests that this did not always lead to winning the tribes over to the Coalition's side: "While payment of this blood money led to a lessening of resentment and anger, they did not disappear. In effect, US success on the battlefield, while deterring some insurgents, encouraged others to perpetuate the insurgency."<sup>113</sup>

### ***Religious Groups***

Because the Baath Party claimed to be a secular, pan-Arab, socialist organization, in the early decades of his regime Saddam largely ignored Islam and activities in Iraqi mosques. But, the Islamic faith was an integral part of Arab life and in Iraq, even nonobservant Muslims identified closely with Islamic culture. Those who did attend the mosques found the sites as sanctuaries for those in search of alternatives to the Baath Party to gather and discuss forbidden ideas, such as the ousting of Saddam. As noted earlier in this chapter, the situation changed in 1993 when Saddam instituted the Faith Campaign (al-Hamlah al-Imaniyyah) to encourage popular devotion to Islam. In an effort to appear pious, Saddam directed the media and the educational system to put heavy emphasis on Islamic identity. A spiritual resurgence in the Islamic world coupled with a weakened Baath Party ideology led the Iraqi leader, according to Baram, to use the new religious campaign as a way for "young Iraqis to remain politically inactive in a regime that threatened their lives if they crossed a certain line, while providing them with a sense of value and mission."<sup>114</sup> After the Coalition decided to eliminate the Baath Party, Islamist activity in both the Shia and Sunni communities expanded dramatically.

### ***Ultraradical Salafis and Wahhabis***

The Salafist sect within Islam offered a reactionary version of the faith to its followers. Salafism grew out of an interpretation of Islam based on the literal reading of the Quran combined with a belief in restoring an older, more pure form of the faith. Those Iraqis who became Salafists in the 1990s had no love for Saddam. Baram emphasized that Salafists viewed the secular Baath state "as a return to jahiliyya, the pre-Islamic era of barbarism and paganism"

and noted that the Salafists believed it was their duty “to use violence to remove such a secular regime from power.”<sup>115</sup> As opposed as they were to non-Muslims, many within the Salafist sect viewed other forms of Islam, including Shia Islam, with suspicion and antagonism.

Some of the Salafis were also Wahhabis, followers of the 18th-century teachings of Muhammad Ibn ‘Abd al-Wahhab. Like the Salafis, the Wahhabis sought a return to the Islam practiced by the Prophet Muhammad and his early followers and rejected Western ideas and influences. Wahhabis were also theologically opposed to Shia Islam because they saw idolatry in the Shia veneration of religious figures such as the Imam Ali. The Salafists and Wahhabists, who often made up the membership of the most radical insurgent groups in Iraq such as al-Qaeda in Iraq, Jaysh Ansar al-Sunna, and Ansar al-Islam, were committed to the armed struggle against Coalition forces.<sup>116</sup> Baram contended that for the ultraradical Sunni religious groups, this mission was paramount:

While many insurgents might one day lay down their weapons and become integrated into the new state system, this does not apply to the Salafis and Wahhabis. For them, the only options are victory, death, prison, and the continuation of the armed struggle. There is no way that the Salafis can be dissuaded from continuing their terrorist activities. To please them, any future government would need to be both viciously against the United States and rabidly for Taliban-style Islam.<sup>117</sup>

These insurgent groups claimed they would never stop fighting until their extreme religious view of government was realized in Iraq.

### ***Shia Groups***

Most Shia Iraqis were happy to see Saddam Hussein removed from power. But in the spring of 2003, a number of Shia clerics made it clear that because the United States had accomplished its overarching goal—the overthrow of Saddam—Coalition forces had to leave Iraq immediately. A growing number of young clerics helped mobilize the Shia masses into political groups, which often had militia units attached. While Sunni insurgents sought to maintain or regain privileges, Shia groups sought to acquire power that had previously been denied to them.<sup>118</sup> During 2003 and 2004, most Shias stayed out of the armed resistance to the occupation forces, but some proved willing to join Shia insurgent groups that targeted Sunnis.

The most vocal of the young Shia leaders was Muqtadr al-Sadr, who emerged as one of the new faces of Shia politics in post-Saddam Iraq.<sup>119</sup> Often bitter and anti-American, al-Sadr gained a reputation as a young and dynamic cleric who seized the opportunity to emphasize Shia demands in an attempt to win popular support among the people. Al-Sadr’s father, Muhammed al-Sadr, had been a senior ayatollah who spoke out against the Baathists and gained widespread respect in Iraq. In 1999 the Baathist regime killed him and two of his sons for this criticism.

In 2003 Muqtada al-Sadr claimed the downfall of Saddam was due to divine intervention rather than a US-led invasion. Asked about his ambitions in an interview with *Middle East* journal, al-Sadr stated, “Personally I’m not looking to claim any power or to be a member of any government, neither now nor in the future. I’m just striving to apply the Sharia law. Beyond that I have no ambitions.”<sup>120</sup> This statement seemed in direct contrast to his call for the creation of an army to fight the occupation and the Sunni Arabs. In 2003 thousands of men from the Baghdad neighborhood of Sadr City and the Shia-dominated cities of southern Iraq joined

al-Sadr's militia, the Mahdi Army (Jaish al Mahdi). In April 2004 this militia rose up in armed insurrection in Baghdad and the southern cities, forcing the Coalition to fight insurgent groups in Baghdad, the Sunni heartland, and the Shia south.

The other major armed force within the Shia community was the Badr Corps. Officially aligned with the Supreme Council for the Islamic Revolution in Iraq (SCIRI), a Shia umbrella organization that opposed Saddam, the Badr Corps served as a clandestine paramilitary organization that had at times been in armed conflict with the Saddam regime. The group allegedly consisted of thousands of former Iraqi officers and soldiers who defected from the Iraqi Army and other Iraqis who fled the country and joined SCIRI. While its activities were difficult to document in 2003 and 2004, many Iraqis believed that organizations associated with the Badr Corps often used violence against Sunni groups.<sup>121</sup>

### ***Al-Qaeda and Other Foreign Groups***

The role of foreign insurgents in the greater Iraqi insurgency is difficult to assess with a high degree of accuracy. According to some US military leaders, foreign fighters played a relatively minor role in 2003 and 2004. For example, General Abizaid, head of CENTCOM, estimated in late September 2004 that the number of foreign fighters in Iraq was below 1,000.<sup>122</sup> Analysts at the Brookings Institution concurred with Abizaid's assessment, estimating that the number of foreign fighters in Iraq between May 2003 and January 2005 never exceeded 1,000.<sup>123</sup> Abizaid did not dismiss the threat posed by these insurgents, but he did not want the Coalition to lose focus on the groups that formed the core of the Iraqi resistance: "While the foreign fighters in Iraq are definitely a problem that have to be dealt with, I still think that the primary problem that we're dealing with is former regime elements of the ex-Baath Party that are fighting against the government."<sup>124</sup>

The most obvious expression of foreign involvement in the Iraqi insurgency belonged to the organization called *Tandhim al-Qaida fi Bilad al-Rafidayn*, otherwise known as al-Qaeda in Iraq. Led by the Jordanian Salafist Abu Musab al-Zarqawi, this group quickly became the best known terrorist group in Iraq.<sup>125</sup> Al-Zarqawi's political aim in Iraq was to liberate the country from US occupation and at the same time possibly provoke a civil war between Sunnis and Shias in Iraq.<sup>126</sup> Although doubted by analysts of the Iraqi insurgency, the group claimed to have 15 brigades or battalions operating in Iraq. For al-Zarqawi, the Iraq conflict had two fronts: one against Coalition forces and the other against the Shia, who al-Zarqawi believed were heretics and should be killed.<sup>127</sup> However, while its use of suicide attacks gained al-Zarqawi headlines, its overall role in the Iraqi insurgency was unclear. The ICG report on the insurgency contended that al-Qaeda's importance in Iraq has been clearly overstated by both the Coalition and other insurgent groups looking to credit al-Zarqawi for the most controversial attacks, especially those on Iraqi civilians.<sup>128</sup> That report also argued that al-Qaeda in Iraq "was more a loose network of factions involving a common 'trademark' [rather] than a fully integrated organization"<sup>129</sup> While never a large organization, *Tandhim al-Qaida* gained publicity in 2004 by relying on suicide attacks, truck bombings, and hostage beheadings. At the same time, in 2003 and 2004 reports suggested that al-Zarqawi enjoyed relatively little popular support among Iraqis, some of whom believed the al-Qaeda leader was using the fight in Iraq for his own purposes.<sup>130</sup>

## Insurgent Tactics

As the Iraqi insurgency matured in 2003 and 2004, the various elements within the network began to use a handful of similar tactics. In general, there was a tacit understanding within the network that the various groups did not have the firepower or organization to win a *military* victory against Coalition forces and the increasing number of Iraqi Government security forces. When insurgent groups did try to oppose Coalition forces using conventional tactics, such as the Mahdi Army's defense of An Najaf and Karbala in April 2004 or the Sunni defensive operations in Fallujah in November 2004, American firepower, air support, and organization proved too strong.

Instead, the insurgency adopted tactics designed to attack the Coalition's political, economic, and social program for Iraq and shake the Coalition soldiers' willingness—and the enthusiasm of their home nation's population—to prosecute the campaign in support of that program. Ahmed Hashim contended that the insurgents' overall tactical objective was “to make the occupation of Iraq so untenable and uneconomical that the Coalition will have no option but to withdraw.”<sup>131</sup> Insurgent groups of all types did employ ambushes, mortar attacks, and other types of direct assaults as methods of attacking Coalition resolve. Perhaps the best known examples are the Mahdi Army's use of ambushes against US Army units in Sadr City in early October 2003 and April 2004. However, one of the largest of these direct attacks came in the Sunni-dominated city of Samarra in December 2003 when between 60 and 80 insurgents unleashed a well-coordinated ambush on an armored unit from the 4th ID. The American tanks and Bradley Fighting Vehicles (BFVs) caused dozens of casualties and disrupted the ambush.<sup>132</sup>

Because attacks of this type often resulted in heavy casualties for the insurgent groups, the insurgent network largely abandoned them in favor of more effective tactics that employed relatively simple technology: the roadside improvised explosive device (IED) and the vehicle-borne improvised explosive device (VBIED).<sup>†</sup> While the insurgents first used crude IEDs against Coalition forces in July 2003, it was later in the year when the IED became the insurgency's weapon of choice. The IED was cheap, easy to manufacture and use, and held little risk for the attacker. The fact that Iraq was covered with ammunition caches replete with large artillery shells and other types of explosives only aided the insurgent IED effort. By November 2003 insurgent groups were hitting US Army units with IEDs on a regular basis. In Baghdad, for example, the 1st BCT of 1st AD experienced 38 IED attacks between August and mid-October 2003, and most of those attacks were on convoys moving around the city.<sup>133</sup>

Not surprisingly, IEDs supplanted rocket-propelled grenades (RPGs), rockets, and mortars as the leading casualty producers among Coalition forces.<sup>134</sup> The insurgents continued to get better at building bigger, more lethal IEDs and smarter in their placement of them. By 2004 IEDs had become a routine threat facing US Soldiers on daily patrols in settings as diverse as the urban neighborhoods of Baghdad and the rural areas of the Sunni heartland. One report

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<sup>†</sup>The discussion of IEDs in this section is limited based on the 24 April 2006 memorandum from Gordon England, Deputy Secretary of Defense, regarding the “Policy on Discussion of IED and IED-Defeat Efforts in Open Sources.”





DOD Photo

Figure 32. Aftermath of IED explosion.

by the US Army War College placed the total number of IEDs used against Coalition forces between 1 April 2003 and 30 November 2004 at 9,876, causing over 4,500 casualties.<sup>135</sup> At times, the insurgents combined RPGs and small-arms fire with the IEDs to inflict more casualties. The insurgent use of VBIEDs showed a similar increase. The first suicide attack in Iraq occurred on 29 March 2003 when a bomber drove a taxicab to a US military checkpoint in An Najaf and detonated a bomb, killing four Soldiers.<sup>136</sup> Suicide attacks continued, amounting to 25 throughout the course of 2003. In 2004 VBIED attacks increased to 133.<sup>137</sup> Most of these suicide attacks were car bombs driven into a target, but some represented a variation that featured a single attacker wearing an explosive vest. The most infamous of these explosive vest attacks came in December 2004 when a single suicide bomber killed 22 American and Iraqi soldiers in a US Army dining facility in Mosul. Insurgent attacks using VBIEDs were accurate, difficult to prevent, and deadly.

The Iraqi population was not immune from insurgent violence. Indeed, the insurgent network made a concerted effort in 2003 and 2004 to target the country's civilian population, security forces, and infrastructure as a way of preventing Iraqis from supporting the Coalition cause. Perhaps the most troubling aspect of the insurgent campaign was the decision by groups like al-Qaeda to direct suicide attacks against civilians and Iraqis serving in the security forces as a way of turning the Iraqi population against the Coalition. Young men lined up outside police and army recruiting offices proved to be particularly vulnerable targets. From September 2003, when these attacks began in earnest, until January 2005 the number of monthly assaults on Iraqi government officials, civilians, security forces, and infrastructure increased at a steady rate.<sup>138</sup> The toll of these attacks was high with over 1,300 Iraqi civilians killed and approximately 4,300 wounded by IED attacks.<sup>139</sup>

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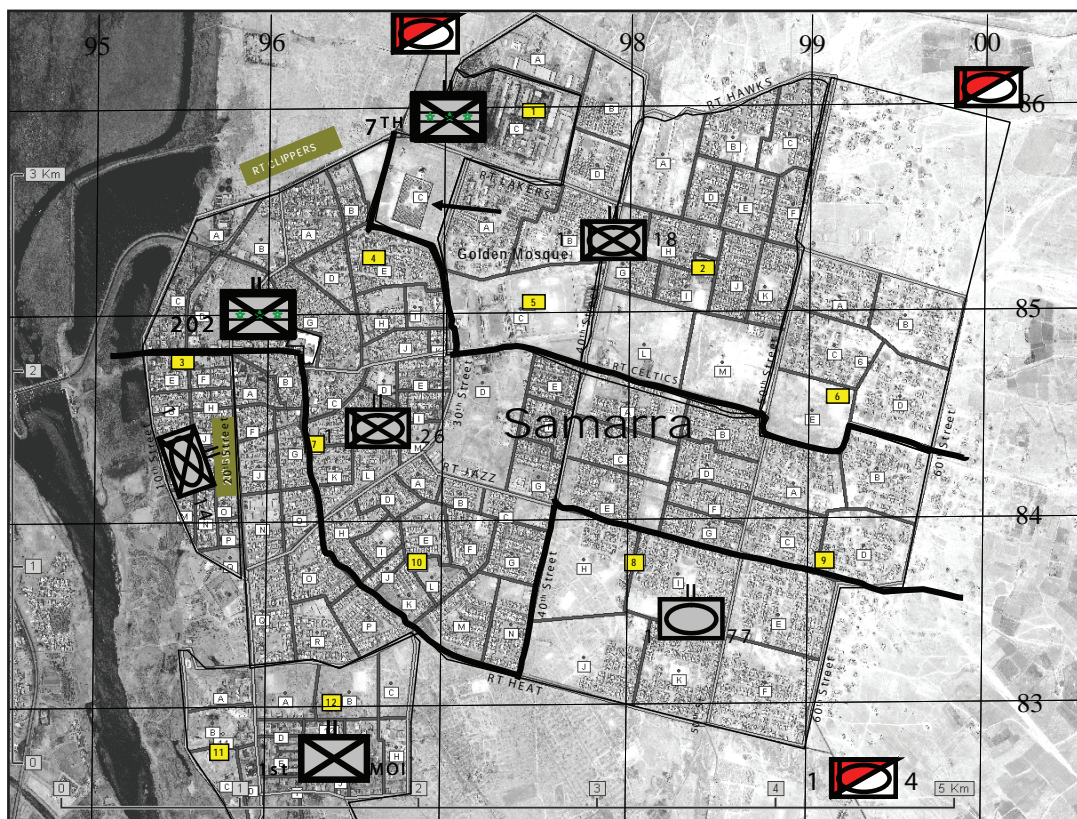
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1st ID, Samarra: An Iraqi Success Briefing, 4 October 2004

Figure 78. Phase IV, 030800C–032300COCT04.

IN, remarked that the reconstruction and security operations had achieved their desired effect: “We’re winning over those folks that may have been borderline before. . . . It’s night and day as far as their reception toward us now and before.”<sup>84</sup>

Unfortunately, the stability that emerged in Samarra in October did not become permanent. In the days before Operation AL FAJR began in Fallujah in November 2004, some of the insurgents located in that city fled to Samarra and began operating against the ISF established after BATON ROUGE. The enemy presence compelled US and Iraqi forces that remained in Samarra to mount focused intelligence operations and raids to keep the insurgent organizations from gaining the initiative. As 2005 began and Iraq approached its first democratic elections, Samarra still had not become completely pacified. BATON ROUGE had revealed the potential that full spectrum operations offered to a commander intent on defeating an intransigent insurgent force and setting the conditions for stability and self-government. However, the operation also highlighted the difficulties in forging lasting changes in those communities where the insurgents chose to contest the Coalition.

## AL FAJR: The Liberation of Fallujah

At 1900 on 8 November 2004 the US forces massed on the northern edge of the city of Fallujah began pouring fire into buildings just inside the wall that surrounded the city. As this fire forced insurgent groups to seek cover, other US units approached the wall that surrounded the city and prepared to create two breaches through which American Soldiers and Marines

would invade Fallujah and put an end to the insurgent regime there. By midnight on that first day of the operation, the tanks and BFVs of two Army mechanized battalions had struck deep into the core of the city, eliminating insurgent positions with fire from the 120-mm main guns on the M1A2 Abrams tanks and the 25-mm chain guns on the BFVs. This quick and lethal advance disrupted insurgent command and control and forced enemy groups to seek refuge far from the marauding Army task forces.



Figure 79. Planning Operation AL FAJR.

With this violent and rapid assault, Operation AL FAJR (“New Dawn” in Arabic) began. The 1st Marine Division (1st MARDIV) planned the operation, originally called PHANTOM FURY, to free Fallujah from the grips of the insurgency and reestablish an enduring Iraqi governmental presence in the city in preparation for elections in January 2005. In terms of forces involved on both sides and intensity

of combat, AL FAJR surpassed BATON ROUGE as the largest combat operation in Iraq since April 2003. The decisive assault that began on 8 November was led by two US Marine Corps regimental combat teams, reinforced by two US Army mechanized battalions, multiple Iraqi Army battalions, and numerous fire support platforms. This formidable force met the determined resistance of approximately 4,500 insurgents defending a fortified Fallujah that had been in their hands since April 2004. AL FAJR came to epitomize the type of full spectrum operations the US military had gradually learned to conduct in response to the insurgency. As a broad-based operation, AL FAJR included shaping actions that relied heavily on the use of IO, violent combined arms operations that defeated the insurgents in Fallujah, and stability operations that returned the city to normalcy and reasserted Iraqi authority.

Fallujah became a problem for the Coalition long before November 2004. Known for both its large number of mosques and its support of the Baathist government during Saddam’s regime, the city sits on the Euphrates River 43 miles west of Baghdad in the Sunni Arab-dominated Al Anbar province. Its approximately 250,000 inhabitants resided in a densely packed area of about 5 square miles. Concrete apartment buildings and two story houses, many with courtyard walls, dominated the geography of the city. Although Fallujans traveled primarily by the narrow roads and alleyways that separated the city’s dwellings, they also made use of several wider boulevards, the largest of which was Highway 10, the six-lane corridor that bisected the city from east to west. The city’s industrial area lay to the south of this highway.

Fallujah emerged as a flashpoint soon after the overthrow of the Saddam regime. On 28 April 2003 Soldiers from the 82d Airborne Division (82d ABN) shot into a crowd of Iraqis when a demonstration against the American presence turned violent. A number of Iraqis were



killed and wounded as a result, although the actual figures never became clear. That event began the city's slow transition into a center of anti-Coalition sentiment and insurgent activity. By early 2004 a myriad of insurgent and terrorist groups found a safe haven in Fallujah. The trigger that caused the Coalition to unleash its first military assault against the insurgent concentration in the city was the murder on 31 March 2004 of four American contractors working for the Blackwater Corporation. The killings became macabre after the insurgents mutilated and burned the bodies and eventually strung up two of the corpses from a bridge across the Euphrates River for millions of horrified television viewers to witness.

The first sign that the Coalition intended to forcefully respond to what was clearly a significant provocation came from the very top. Two days after the event, CPA Chief Paul Bremer declared:

Yesterday's events in Fallujah are a dramatic example of the ongoing struggle between human dignity and barbarism. Five brave Soldiers were killed by an attack in their area. Then, two vehicles containing four Americans were attacked and their bodies subjected to barbarous maltreatment. The acts we have seen were despicable and inexcusable. They violate the tenets of all religions, including Islam, as well as the foundations of civilized society. Their deaths will not go unpunished.<sup>85</sup>

The 1st Marine Expeditionary Force (MEF) spearheaded the Coalition's attack on Fallujah on 7 April in an operation called VIGILANT RESOLVE. Four Marine battalions reinforced by a small number of tanks and various forms of air and artillery support entered the city and began making slow progress against the insurgents who made effective use of the urban terrain. To deal with the resistance, the Marines called in artillery and fire from AC-130 gunships. The amount of destruction in Fallujah raised protests from the IGC, which had opposed VIGILANT RESOLVE and almost collapsed over opposition to this Marine operation. The political pressure from the IGC forced the United States to halt military operations in Fallujah and declare a unilateral cease-fire on 9 April 2004.

After the announcement of the cease-fire, the Marines attempted to resolve the security situation in Fallujah by putting it in the hands of Iraqi forces. At the end of April, the Marines turned over the city to the so-called Fallujah Brigade, an ad hoc unit of local forces led by General Muhammad Latif, a former Saddam Hussein crony, who was both ineffective and openly hostile toward the Coalition. This agreement left the insurgents largely in place and able to claim a victory over the United States. By mid-2004 the insurgents in the city had co-opted the Fallujah Brigade, introduced Sharia law to the city, and used that code to impose harsh behavioral limitations on Fallujah's populace. As it became increasingly isolated from Coalition influence, Fallujah's insurgent leaders such as Sheik Abdullah Janabi, the head of the Mujahideen Shura (Council), became emboldened. More importantly, the city became a magnet for other radical Islamist leaders like Abu Musab al-Zarqawi and ex-Baathist fighters who viewed Fallujah as an excellent bastion behind whose walls they could plan and launch operations against targets in other parts of Iraq. Between May and late October 2004 the flow of insurgents into the city increased their number to 4,500. As the summer progressed, much of the activity of these groups focused on strengthening the city's defenses in expectation that the Coalition forces would try once again to gain control of Fallujah. Coalition intelligence would later conclude that the enemy force in the city constructed 306 defensive strongpoints, most of which were reinforced with IEDs.<sup>86</sup>



### **The Distinguished Service Cross For Extraordinary Heroism in Action Army NCOs in Fallujah**

Master Sergeant Donald R. Hollenbaugh and Staff Sergeant Daniel A. Briggs each received the Distinguished Service Cross for their actions on 26 April 2004 during operations in Fallujah, Iraq. While assigned to the US Army Special Operations Command and operating in support of the United States Marine Corps, Hollenbaugh and Briggs prevented approximately 300 enemy fighters from overrunning the platoon of Marines to which they were attached. Occupying a forward observation point approximately 300 meters forward of friendly forces, the Marine platoon faced isolation and destruction as enemy forces advanced along the narrow streets and alleys threatening to cut it off from the main element. After another team took casualties during the initial contact, Briggs crossed a street under intense small arms fire to render aid to the wounded and organize defensive operations. At approximately the same time, enemy fire wounded a large number of Marines located at the platoon's original position. Hollenbaugh began directing the platoon's defense, constantly moving around his team's perimeter and engaging enemy personnel so that the enemy came to believe they faced a much larger force. His success in delaying the enemy's advance bought the Marine platoon enough time to evacuate their casualties and withdraw to a more secure position. Of the 37 Marines in the platoon, 25 were wounded (11 required litter evacuation) and 1 was killed in action. In receiving the Distinguished Service Cross, Staff Sergeant Briggs was cited for "repeatedly subjecting himself to intense and unrelenting enemy fire in order to provide critical medical attention to severely injured Marines" and "preventing enemy insurgent forces from over-running the United States Force's position." For his award, Master Sergeant Hollenbaugh was recognized for demonstrating "the highest degree of courage and excellent leadership through his distinguished performance as Team Leader while engaged in Urban Combat Operations. His heroic actions throughout one of the most intensive firefights of the Operation Iraqi Freedom campaign were directly responsible for preventing enemy insurgent forces from overrunning the United States Force."

Kevin, Maurer, "Courage Under Fire,"  
*Fayetteville Observer*, 23 June 2005.

This insurgent assumption about an impending attack was correct. In the summer of 2004 Coalition leaders began crafting a plan for an operation that would liberate the city. As in April, the Marines would lead the assault on the insurgents in Fallujah. Major General Richard Natonski, the commander of the 1st MARDIV, stated that his overall intent for the operation was to do three things: eliminate insurgent activity, set the conditions for local control in the city, and support the MNF-I effort to secure approaches to Baghdad.<sup>87</sup> The plan consisted of four phases and would require several months to execute. Phase I, Preparation/Shaping, brought together a variety of efforts to stage the forces that would conduct the assault and "shape the battlefield," which included gathering intelligence on the enemy strength, preparations, methods, and tendencies. Information on the insurgents in Fallujah indicated they would not be surprised by a US-led attack on the city. Nevertheless, that did not mean the insurgents knew when the attack would take place or which avenue of approach Coalition forces would use to enter the city. Marine planners did have intelligence that suggested insurgents within Fallujah



had constructed most of their fighting positions to defend against an attack into the southeast corner of the city, the direction used by the Marines in April during VIGILANT RESOLVE. Marine planners took steps to reinforce that belief. In November, however, the assault would come from a different direction. Further, Marine commanders verified that insurgent and terrorist groups were using 33 of the 72 mosques in Fallujah for military purposes and pinpointed specific buildings in the city used as safe houses by the insurgents.<sup>88</sup> Coalition forces then began targeting these sites to disrupt the enemy before the actual assault began.

AL FAJR planners also used Phase I to conduct an aggressive information campaign aimed at decreasing the legitimacy of the insurgent network and keeping the insurgent network off balance. The Marines relied on special operations forces to conduct raids and feints, especially on the southern edge of Fallujah, as part of the overall deception plan to confirm enemy assumptions that Coalition forces would attack from that direction.<sup>89</sup> Psychological operations (PSYOP) teams also used leaflets and other means to communicate to the population how the widespread insurgent activity prevented the Coalition from investing up to \$30 million in building up Fallujah's economic infrastructure. These information offensives also emphasized what most inside Fallujah already knew: the insurgent network did not offer a political goal that most or even many Iraqis endorsed. Instead, the network was made up of disparate groups, unified only in their desire to defeat and expel the Coalition. The most important PSYOP message to the Fallujah population was to leave immediately because the Coalition was planning to enter. A significant majority, probably close to 80 percent of the population, heeded the call of the Americans and actually departed.<sup>90</sup>

In preparation for the battle, the Marines built Camp Fallujah southeast of the city where they could create a supply and training base. The camp became the site of large stocks of ammunition, fuel, food, and other supplies, with the objective of building a 15-day supply of critical materials in a secure spot near the battlefield. This decision made Coalition forces less

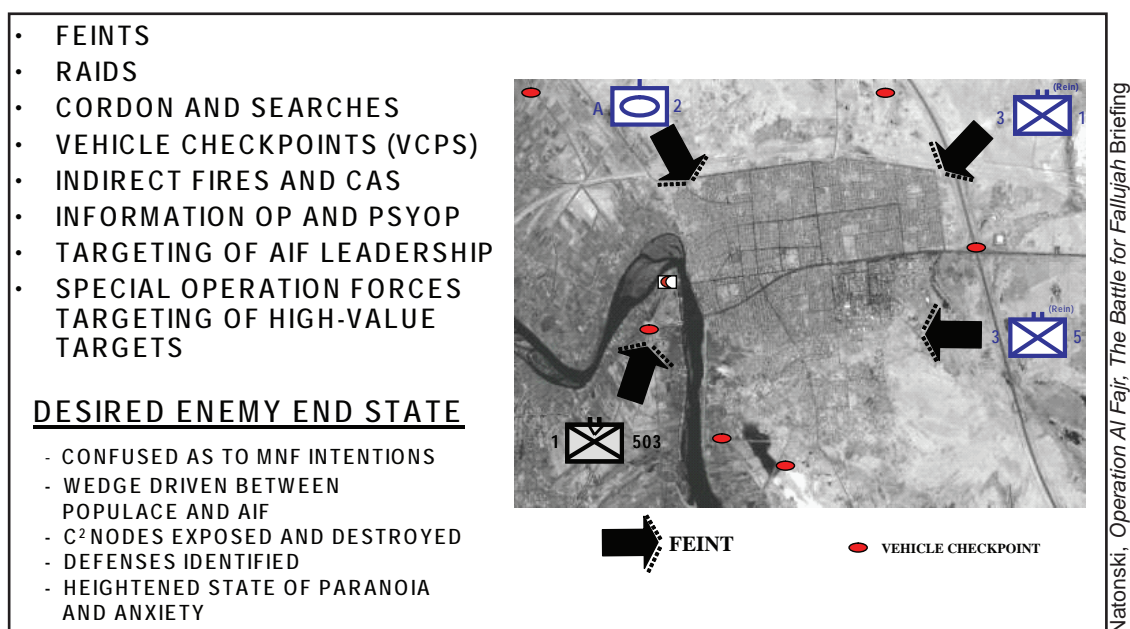


Figure 80. Phase I, Shaping.

vulnerable to supply shortages caused by the potential insurgent interdiction of lines of communication as had happened during the April uprisings.<sup>91</sup> Camp Fallujah also became a base for the training and integration of the Iraqi Army battalions that would participate in later phases of the operation. Additionally, in the days before the assault on Fallujah, the base became the firing position of an Army artillery battery that would provide critical fire support to the Soldiers, Marines, Airmen, Sailors, and ISF who were about to enter the fortified city.

Phase I, Preparation and Shaping, began in September 2004 and continued through October as the Coalition waited for the proper military and political conditions that would allow for the transition to the assault phase of the operation. Before the assault could begin, Marine planners decided to add a short phase that featured the final actions designed to set the battlefield and gain critical advantages. During Phase II, Enhanced Shaping, Coalition forces, including the 2d BCT, 1st CAV (Black Jack Brigade), would take up positions to the south and east of Fallujah, securing bridges and other entryways into the city to contain the insurgents that remained inside. Other units began moving into attack and blocking positions to the west and north of the city. To place the insurgents under pressure, the 1st MARDIV planned to use snipers, raids, feints, and searches in the Fallujah area, actions which Major General Natonski would later describe as leaving the ranks of the insurgents in the city in a “heightened state of paranoia and anxiety.”<sup>92</sup> On the eve of the operation, Natonski planned to send the Iraqi 36th Commando Battalion to seize the Fallujah Hospital on the western fringe of the city. To support this attack, the Marine 3d Light Armored Reconnaissance Battalion, reinforced by

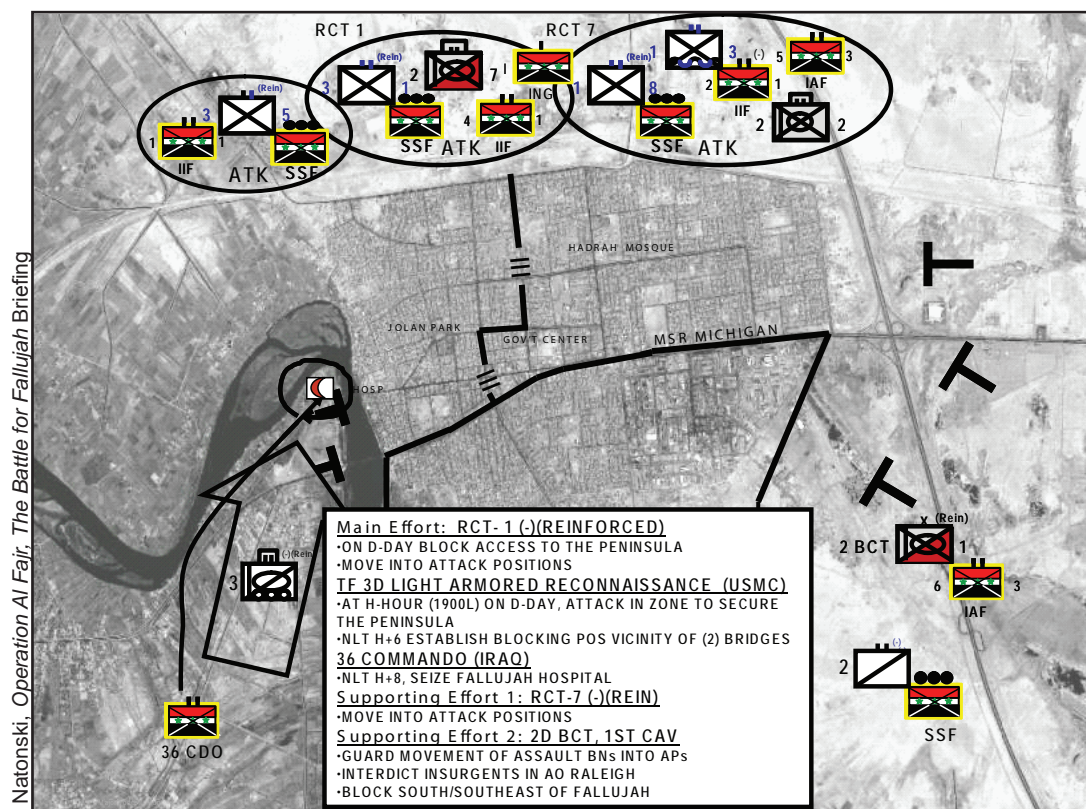


Figure 81. Phase II, Enhanced shaping.

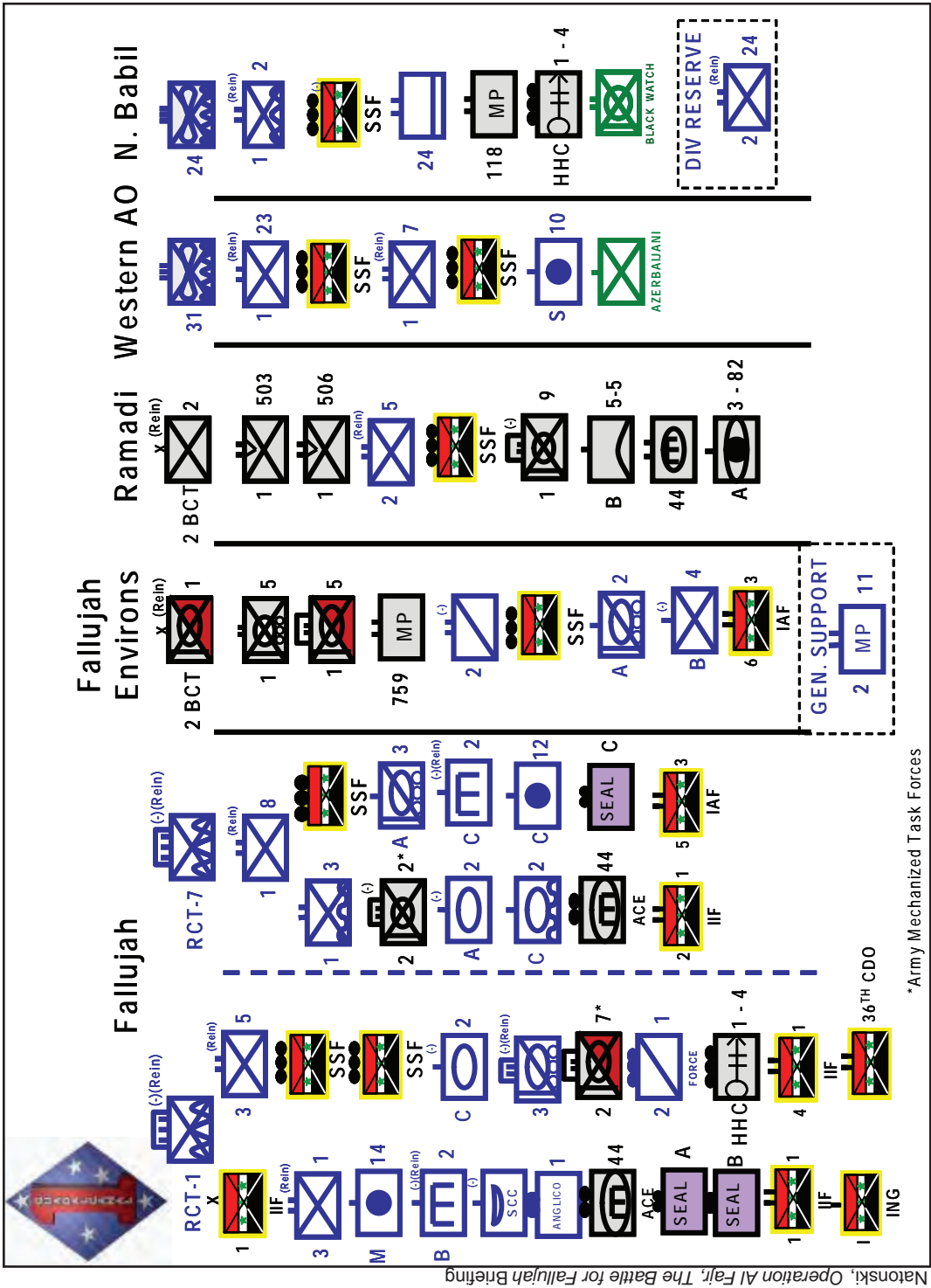


Figure 82. Task organization, AL FAJR.

a company from the Army's 1st Battalion, 503d Infantry, would secure the bridges near the hospital. During VIGILANT RESOLVE, insurgent groups had used the hospital as a platform to distribute propaganda and effectively turn public opinion against the Coalition. The US and Iraqi operation to secure the hospital would deny the insurgents the possibility of repeating that success.

Phase III of the operation would be the decisive piece of AL FAJR. Natonski established a straightforward mission for his forces in this phase: attack "to destroy anti-Iraqi forces in Fallujah to establish legitimate local control."<sup>93</sup> He and his staff then divided the phase into two subphases: IIIA—assault; and IIIB—search and attack.<sup>94</sup> To achieve their objectives once Phase III began, the Marines planned to conduct a rapid penetration of the city using shock, firepower, and mobility of an armored force. Natonski believed a heavier and more mobile force would help overcome some of the problems encountered by the Marines during the April VIGILANT RESOLVE debacle.

Based on intelligence that revealed the formidable strength of the insurgent defenses in Fallujah, the Marines believed they did not have enough tanks and heavy infantry fighting vehicles to quickly penetrate the outer defenses and spearhead the assault. By doctrinal organization, the two United States Marine Corps (USMC) regimental combat teams (RCT-1 and RCT-7) that served as the assault force had only a small number of tanks. Recognizing the need for more heavily armored firepower, Natonski pushed a request for US Army mechanized forces up through the chain of command.<sup>95</sup> The requirement reached the commander of MNC-I, Lieutenant General Thomas Metz, who eventually decided to attach two Army mechanized battalions—2d Battalion, 2d Infantry (from the 1st ID) and 2d Battalion, 7th Cavalry (from the 1st CAV)—to the 1st MARDIV for the direct assault on Fallujah.<sup>96</sup> Lieutenant General John Sattler, the commander of the 1st MEF, described these two Army units as the penetration forces that would punch through insurgent positions and drive deep into the city, thus disrupting the enemy's ability to mount both defensive operations and counterattacks.<sup>97</sup>

Natonski's joint Marine and Army TF would attack with additional units, taking on a true joint and combined character. The assault force would include six Iraqi Army battalions that were to follow the Marine and US Army units into the city. Further, the British Black Watch Battle Group assisted with the isolation of the Fallujah area. The RCTs would gain joint assistance in the form of US Navy Seal teams and Air Force Enlisted Terminal Attack Controllers (ETACs) who would coordinate the use of US Air Force (USAF) aircraft for close air support. Moreover, Natonski's force took the idea of jointness one step further by integrating the Army and Marine units at company level and below. In one case, 2-2d IN received a Marine Light Armored Vehicle (LAV) company for operations. In another, Army commanders detached tank and BFV sections to Marine reconnaissance companies.<sup>98</sup> All told, the Coalition forces involved in AL FAJR numbered close to 12,000, of whom approximately 10,000 would enter the city at some point in the operation.

As the end of October approached, Coalition military authorities believed the first phase of AL FAJR was nearing completion. Most of the required forces were in place and the great majority of civilians in Fallujah had followed the Coalition's recommendations and left the city.<sup>99</sup> What remained was the final decision to launch the assault. On 30 October a terrorist with a bomb in his car killed eight US Marines and wounded nine others outside of Fallujah. This incident prompted Iraqi Prime Minister Ayad Allawi to announce on 7 November that a



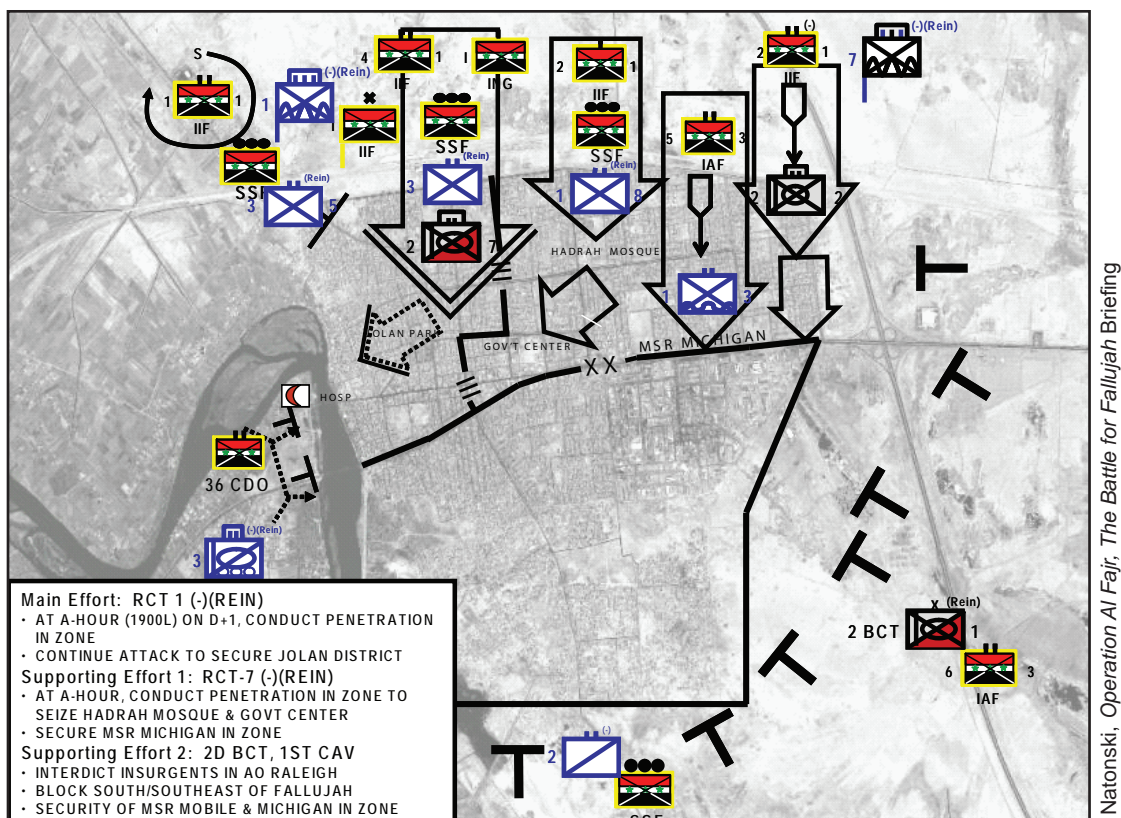


Figure 83. Phase IIIA.

State of Emergency existed across Iraq (except for the Kurdish-controlled north), which would allow for curfews and other measures designed to curb the insurgency. Allawi also stated he believed the situation in Fallujah could no longer be solved by peaceful means and he had given his approval for an attack on the city.<sup>100</sup> This endorsement of a new offensive operation against the insurgents in Fallujah was critical in the wake of VIGILANT RESOLVE, when political pressures from the Iraqi Government had forced the Coalition to halt its April attack arguably transforming that operation from a tactical stalemate into a strategic victory for the insurgency. With Allawi's approval, the Marines and the Iraqi 36th Commando Battalion began Phase II, Enhanced Shaping Operations, at 1900 on 7 November. Once this combined force seized and secured the city hospital, Natonski directed the main assault to begin the next day.

The attack on the hospital deceived the insurgent defenders. Thinking that this small action was the vanguard of the main assault force, enemy commanders began moving their small units toward the fighting, thus revealing their locations, tactics, and techniques.<sup>101</sup> However, the main effort for Phase III was on the opposite side of the city. The two reinforced RCTs of the 1st MARDIV stood ready to begin the main attack on 8 November by making two breaches in a railroad embankment and the city wall on the northern edge of the city. The holes would allow the RCTs to move into Fallujah on parallel axes with RCT-1 on the western axis and RCT-7 on the eastern side of the city. Leading the penetrations would be the M1 Abrams tanks and BFVs of the 2-7th CAV and 2-2d IN.



At 1900 on the night of 8 November, after an artillery preparation by 155-mm howitzers hit the neighborhoods in the northwest corner of the city, Alpha Company, 2-2d IN approached the wall that surrounded Fallujah. The engineers attached to the battalion fired a Mine Clearing Line Charge (MCLC), an explosive device used to clear minefields, and made a breach large enough to accommodate the unit's powerful armored vehicles. The MCLC immediately set off six IEDs that had been placed on or near the wall to disable any invading force. Concerned about the presence of other IEDs, Captain Sean Sims, the company commander, led the way through the breach with two Abrams Plow tanks, M1A2s configured with a large blade on the front used to clear mines and other obstacles. Once inside the city, Alpha Company pushed south making way for Alpha Company, 2-63d Armor, a tank company attached to 2-2d IN, to expand the foothold that US forces had established in Fallujah. For the next 3 hours, these two companies were in constant contact with the enemy. Dismounted insurgents, moving in the open on the streets and rooftops, engaged the Soldiers with small arms fire, RPGs, and IEDs hidden in buildings and road barriers.<sup>102</sup> Staff Sergeant David Bellavia, a squad leader in Alpha Company, 2-2d IN, described encountering very sophisticated defensive positions in the buildings close to the breach site: "During the day, you could see the way these insurgents were dug in; and without that relentless 155-millimeter barrage, we would've taken massive casualties. The front four buildings we were going into, which were completely pancaked—there were little spider trails and you could see fighting positions everywhere: dug in, overhead cover, even [grenade] sumps on the bottom."<sup>103</sup> The Soldiers of 2-2d IN also found entire buildings that had been filled with C4 explosives and converted into huge IEDs.

In the almost total darkness of that first night, the enemy discovered that the Soldiers could combine their night vision capabilities with the powerful weapons on their armored vehicles

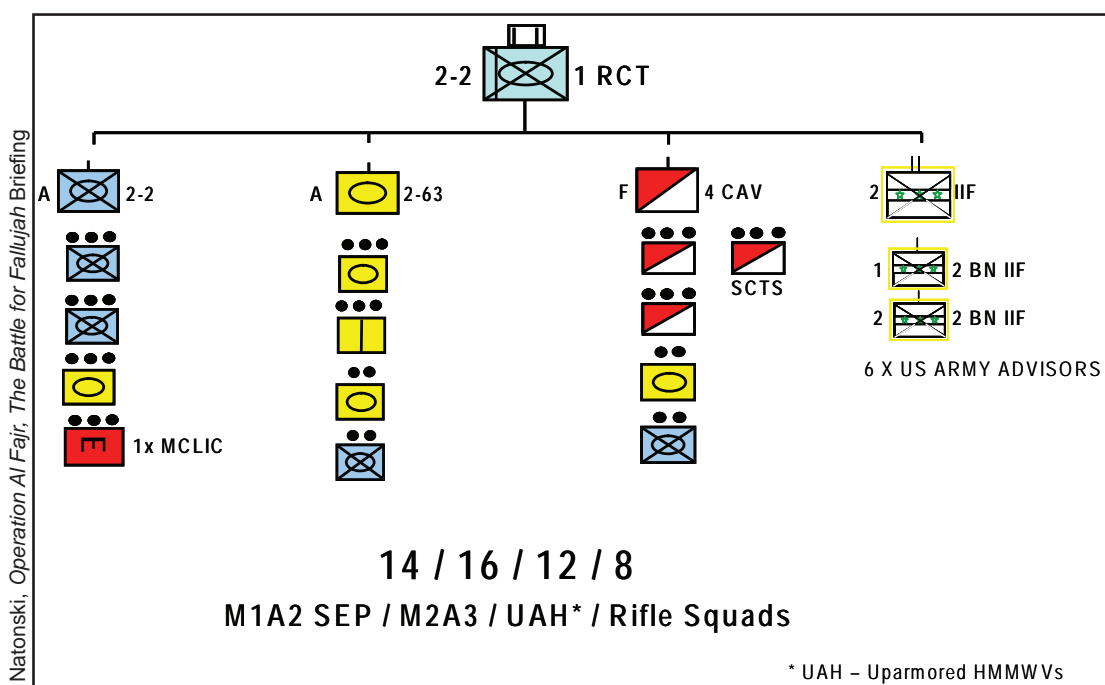


Figure 84. Task organization, TF 2-2.

to create lethal fires that collapsed buildings and killed insurgents. Despite this fact, as the lead units of 2-2d IN made their way slowly to the south, the insurgent resistance reacted by retreating from building to building using tunnels or moving across rooftops, while maintaining its small arms and grenade fire on US forces. Bellavia recalled that the Soldiers in the tanks and BFVs easily identified the groups that tried to halt the American advance and engaged them in a very direct and effective manner: “You would actually hear insurgents challenging [Alpha Company’s] tanks with AK-47 fire and then, *Boom!* Silence.”<sup>104</sup> Using these tactics, the Soldiers of 2-2d IN, the lead element on the eastern axis of the assault, pushed deeply into the city and by dawn were overlooking their objective, Highway 10, the main east-west corridor through Fallujah, also known as main supply route (MSR) Michigan to US troops. They had traveled approximately 1 mile through a complex urban environment, but their assault had been so rapid and violent that many of the insurgents in the northeastern part of the city had begun streaming away from 2-2’s advance into the western half of Fallujah.<sup>105</sup>

On the western axis, RCT-1, AL FAJR’s main effort, was behind schedule. Difficulties with the breaches of the embankment and the wall had slowed the Marines’ progress. However, by 0200 on 9 November, the Marine combat team was on the move and had conducted a passage of lines allowing 2-7th CAV to take the lead into Fallujah. The tanks of Alpha Company, 2-7th CAV, the lead element in the assault, quickly began moving down one of the city’s streets toward Jolan Park, an antiquated amusement park that was the unit’s first objective. When they met insurgent resistance, the Soldiers of the TF called on the Marines for close air support or used the main guns on their tanks and BFVs to quickly suppress enemy defensive positions. Lieutenant Colonel James Rainey, the commander of 2-7th CAV, directed the tanks of Alpha Company to sweep through the park, after which the infantrymen in the BFVs would dismount to clear the objective of any insurgents that might remain. Rainey contended that the rapidity

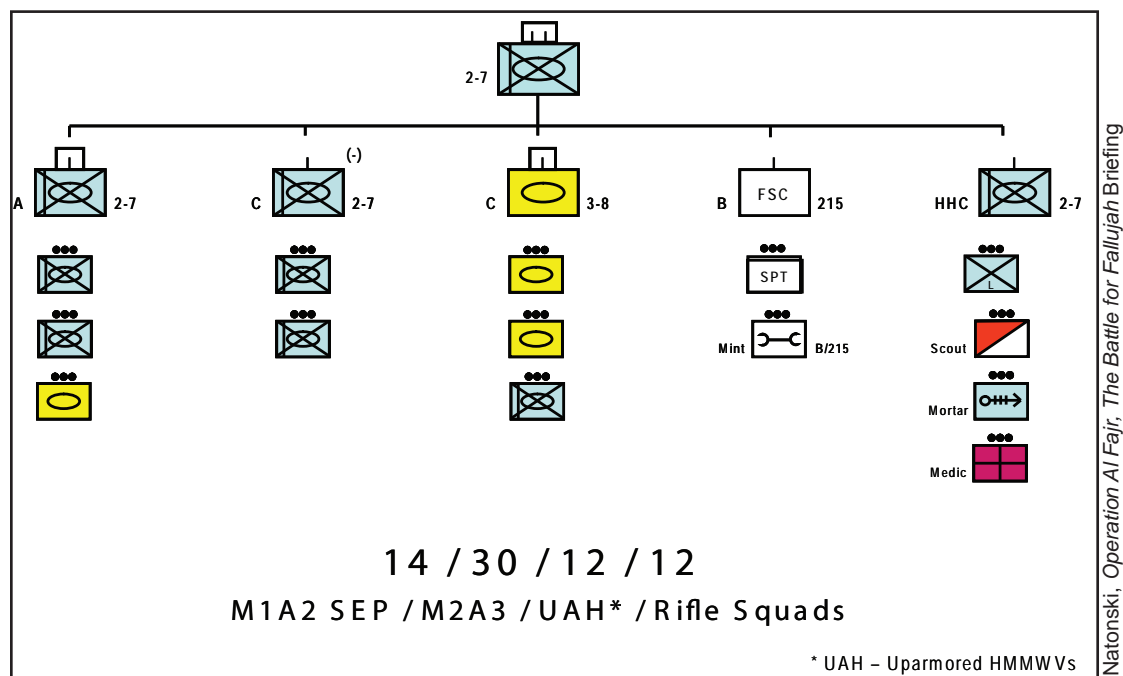


Figure 85. Task organization, TF 2-7.

and lethality of this tactic “totally devastated the enemy . . . they were still trying to get out of the way of the tanks and BFVs and our infantry squads were on top of them.”<sup>106</sup> As the sun rose on 9 November, the Soldiers of 2-7th CAV had seized Jolan Park and were prepared to pass 3d Battalion, 1st Marine Regiment through their position as the Marines continued to attack.

Marine planners for AL FAJR envisioned that the Army’s mechanized spearheads would require 4 or 5 days to seize and secure central Fallujah. But those mechanized battalions had made short work of the insurgents’ defenses and denied them the time to reestablish a solid defense. Instead of the 72-to-96 hours anticipated for the capture of the central city, lead elements of RCT-7 crossed Phase Line Fran, the control measure that denoted that central spot, in a mere 43 hours. Adjusting their prebattle plans, Marine commanders decided to have RCT-1 in the west continue its southward assault as RCT-7, with 2-2d IN on the left flank, would swing around to the southwest.

By the second day the mission for most maneuver units was “search and attack in zone,” which included a great deal of intense street combat and house-to-house fighting. Many of the remaining insurgents were hardened fighters who knew how to use their small arms and RPGs. Captain Chris Brooke, commander of C Company, 2-7th CAV, described the enemy as initiating contact from alleyways and fortified buildings with sequential salvos of RPGs.<sup>107</sup> Initially, he ordered his platoons to maneuver on these enemy locations; but by the first night, Brooke and his subordinate leaders were suppressing the insurgent positions with 25-mm fire from their BFVs while the company fire support officer (FSO) called in fire from 120-mm mortars or 155-mm howitzers or even from aircraft that dropped 500-pound bombs. “We engaged with the largest size ordnance the FSO could achieve clearance for,” Brooke stated and added, “This proved to be highly successful.”<sup>108</sup>

After the first 5 days of “search and attack operations,” enemy contact became more sporadic and the insurgent enemy became more willing to surrender. The two Army battalions remained with the RCTs for the next 8 days as the city was gradually cleared and the 1st MARDIV began preparing for a transition to the next phase of AL FAJR. While both RCTs had made better than expected progress in AL FAJR, problems emerged in the coordination between US Army and Marine units. The most disruptive was the speed at which the Army mechanized task forces moved through the city. Although this capability had unhinged enemy command and control, the quick Army maneuver often left the Marine infantry units behind, causing gaps and insecure flanks as the Marines carefully cleared buildings before moving forward. At times, Marine commanders directed the Army battalions to cease movement while the Marine units caught up.<sup>109</sup> The difference in rates of advance reflected the difference between the Army mission to penetrate the defenses and seize key terrain in the city, and the Marine units who had to methodically clear every building in Fallujah. Problems with communications, coordinating close air support, and sharing of intelligence also created some obstacles in the joint operation.<sup>110</sup>

These challenges were relatively minor flaws in an operation that was highly successful from the joint perspective. The Marines, the Army, and other joint and Coalition elements had come together and created a plan for the operation that synchronized their systems and command structures to leverage the capabilities of each service. For the Marine and Army units, tactical interoperability and integration reached a level unseen since World War II. Marine rifle companies, for example, had called in Army tanks and BFVs to suppress enemy fortified

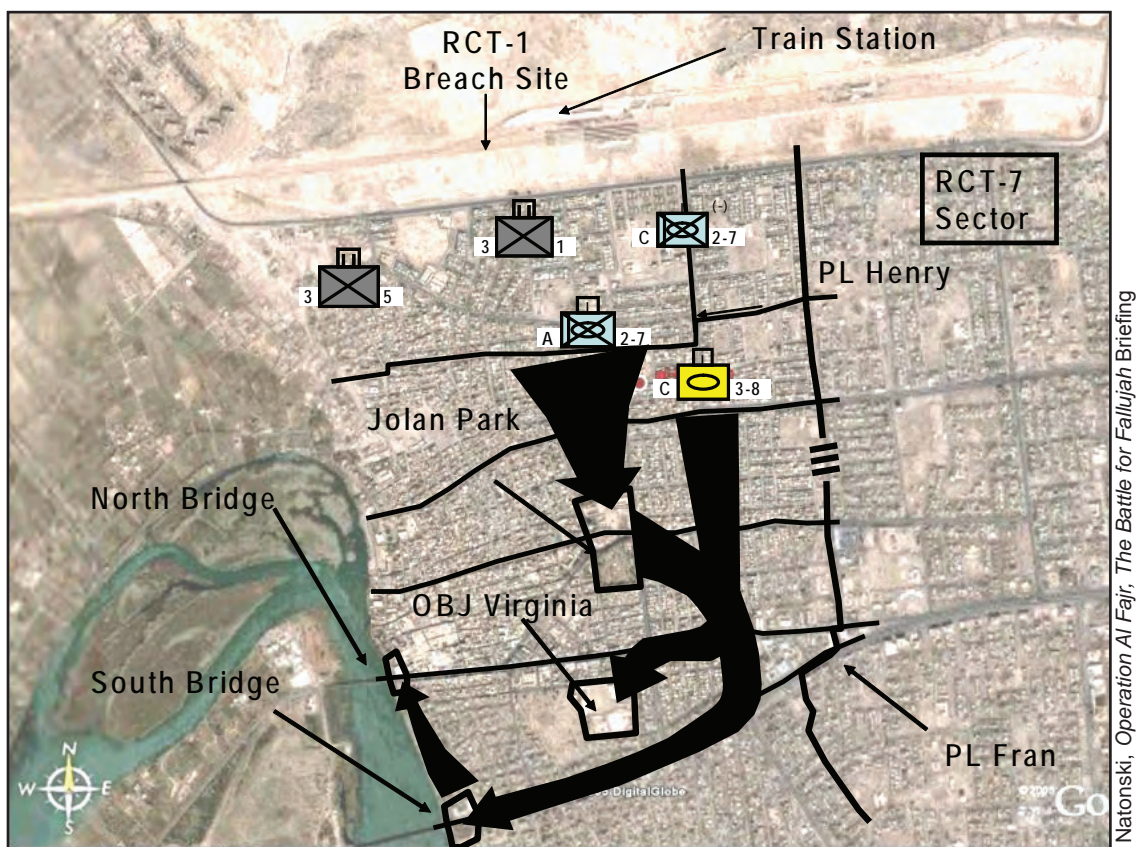


Figure 86. RCT-1/TF 2-7, 8–10 November 2004.

positions before their assaults. The Marines, for their part, attached their engineer demolition teams to the 2-7th CAV's platoons where they proved particularly effective in making large holes in concrete walls for the battalion's infantry to use in clearing a market in the Jolan Park area of Fallujah.

Despite the issues of coordination that at times made some aspects of the operation problematic, the operation's leaders were impressed by the effectiveness of the Marine-Army teams. Rainey stated he was humbled by "the selflessness and lethality of the American fighting man: Marine and Soldier, tanker and infantryman . . . to watch these guys look at a building full of bad guys that they know are in there, to watch them look at their buddy and look at their team leader and go, 'Hell yeah, we can do this.' They went building after building, block after block and won every single fight."<sup>111</sup> The commander of RCT-1, Colonel Michael Shupp, believed that at the tactical level Soldiers and Marines worked very well together, "It really was one team, one fight."<sup>112</sup>

The integration of Iraqi Army units also went smoothly. In marked contrast to April 2004 when an Iraqi unit had refused to fight during VIGILANT RESOLVE, in November most Iraqi soldiers performed well. The six battalions that entered the city in the assault cleared assigned buildings and neighborhoods, attacked and cleared sensitive targets such as mosques, and helped gather and process intelligence. They played a particularly important role in taking detainees and screened these prisoners to determine whether or not they were combatants.



Perhaps most impressively, the 2d Iraqi Army Battalion, the unit that had balked at combat in Fallujah in April, returned for AL FAJR and fought competently beside the Soldiers and Marines.<sup>113</sup>

Success in AL FAJR came at a high price. In the period between 7 November and 31 December 2004 when sporadic resistance ceased, 82 Americans lost their lives in the fighting in Fallujah and over 600 were wounded.<sup>114</sup> The majority of the casualties were Marines who bore the brunt of the house-to-house clearing operations. Those operations led to the deaths of 76 Marines. The two Army task forces suffered the loss of six Soldiers, five in 2-2d IN and one in 2-7th CAV. The

fighting in AL FAJR wounded another 72 Soldiers.<sup>115</sup> Iraqi Army units suffered as well. At the end of the first 2 weeks of combat inside the city, the Iraqis had lost 6 killed and 55 wounded.<sup>116</sup> Of the approximately 4,500 insurgents in Fallujah, the Coalition forces killed 2,000, taking another 1,200 as prisoners.<sup>117</sup> These casualty figures are striking, but given the historical record of battles in urban terrain, the numbers, especially for Coalition forces, are relatively light.

Of course the Soldiers' and Marines' use of heavy firepower helps explain the difference between friendly and enemy casualties. During AL FAJR, Coalition forces directed thousands of artillery shells, mortar rounds, and bombs at targets in the city. Urban combat against a defender willing to fight hard has historically driven the attacker to use massive amounts of firepower; the second Battle for Fallujah was no exception. However, this reliance on firepower, especially indirect fire and close air support, created a different problem once the battle was over. How would the Coalition deal with the destruction it caused in Fallujah and avoid creating more insurgents out of those who had fled the city and lost their property?

MNF-I and the Marines had anticipated the great damage caused by the Coalition assault and had tried to avoid hitting key infrastructure, such as the electrical grid, the bridges over the Euphrates River, and the water supply.<sup>118</sup> More importantly, the Coalition planned a fourth phase to follow the attack. Phase IV, Transition, made use of a huge stockpile of food, water, and medical supplies accumulated outside the city in Camp Fallujah. CA teams and US Navy Construction Battalions (Seabees) also moved into the city to establish a civil-military operations center and clear the streets of rubble. Other Marine teams cleared unexploded ordnance from buildings and began repairing the damage to electrical lines.<sup>119</sup> The Iraq Reconstruction Management Office (IRMO), which served as part of the US Embassy, had also set aside \$12 million to cover the cost of longer-term reconstruction in Fallujah.<sup>120</sup>



DOD Photo by SSGT Michael Nasworthy

Figure 87. US Army Soldiers from the 2d Battalion, 7th Cavalry Regiment move along a wall as they clear buildings around their main objective in Fallujah, Iraq, during Operation AL FAJR (New Dawn) on 9 November 2004.



Finally, 6 weeks after the assault began, the Marines allowed some of Fallujah's citizens to return. When they arrived, the Coalition gave them \$2,500 as a form of compensation and condolence for their losses and suffering. Strict access controls imposed by the Coalition and the Iraqi Government prevented insurgents from infiltrating back into the city. These were some of the many steps in a much larger effort to rebuild a city and its population that began after the end of AL FAJR. As Iraq prepared for elections in January 2005, Fallujah stood as a symbol of the Coalition's and the IIG's resolve to remove all obstacles from the path of political progress.

## **Conclusion**

When the Coalition arrived in Baghdad in April 2003 and deposed the Saddam regime, it seemed likely to most—both civilian and military—that high intensity combat operations had come to an end. The US Army, which had honed its combat capabilities to a sharp edge, began the transition to stability operations and redeployment in May. Yet, as early as mid-June the 4th ID was planning and conducting Operation PENINSULA STRIKE, a complex combined arms action that was larger and longer than some of the major engagements in the first 6 weeks of the war.

By late summer, Coalition military leaders had begun to see operations like PENINSULA STRIKE, though necessary to defeat Saddamist forces in the immediate aftermath of the invasion, as counterproductive to the overall effort to win the support of the population in an environment that was becoming increasingly insecure. After the summer of 2003, however, units continued to conduct small combined arms operations, such as raids and counter-IED and countermortar missions, that required Soldiers to behave less like nation-builders and more like warriors. Some critics have emphasized that stability operations in general and counter-insurgency operations specifically require the minimization of violence so as to avoid making more enemies. This concept drove the Coalition's decision to cease large-scale combat operations in August 2003. But this did not remove all requirements for combat operations. As units struggled to gain control of their AORs so they could mount reconstruction, governance, and other stability operations, they were often compelled to use combat actions to suppress insurgent IEDs and mortar attacks.

What is striking is that during OIF, the US Army showed a marked ability to shift smoothly from low-level stability operations to a quickly-planned, large-scale combat operation such as the 1st AD's Extension Campaign in April 2004. As impressive was the Army's evolving capacity to look at a problem, such as the insurgent network in Samarra, in a holistic way, viewing combat operations as only one means of achieving objectives. In the case of Operation BATON ROUGE, the 1st ID displayed a refined ability to plan deliberately and across the full-spectrum so as to avoid high-intensity urban combat. That operation also showed the division's lethal ability to conduct tough street fighting when the situation required.

As in many of the other chapters in this study, this discussion returned repeatedly to the flexibility and agility of US Soldiers and their use of weapons and equipment. Not only could units transition quickly from stability to offensive operations, but they could also make that shift without undertaking major changes in their organizations or armament. Most Soldiers found that their vehicles and weapons could be adapted for a variety of situations across the spectrum of conflict. The best examples of this were the M1 Abrams tank and the M2/3 BFV,

designed for high-intensity conflict in open areas but adapted for use on traffic control points and employed with great effectiveness in urban areas such as Al Kut, An Najaf, and Fallujah. Perhaps more significantly, AL FAJR showed that without a great deal of preparation, the Army could make the transition to combat operations that involved joint and Coalition partners.

For the American Soldier, the 18 months in Iraq between May 2003 and January 2005 were filled with great uncertainty. Out of this period, however, one key principal emerged. Regardless of the situation in which they find themselves, American Soldiers need to be able to combine lethal combat operations with a variety of nonlethal operations at all levels to be successful. The experience of the US Army in Iraq suggests that this capability remained one of the strengths of the force even after it transitioned to the full spectrum campaign.

The previous five chapters, Part II, of this study have focused on the US Army's establishment of command structures and operations directly involved in creating a secure environment in Iraq. The following chapters that comprise Part III, *Toward the Objective: Building a New Iraq*, describe the US Army's participation in rebuilding the country. For the Coalition, success meant more than just defeating the insurgency. To create a stable Iraq ruled by a representative government, US Soldiers became heavily involved in reconstructing the physical and economic infrastructure of the nation, introducing new institutions of governance to Iraqi life, and fostering the type of security forces supportive of the new state. The US Army was not alone in these monumental projects. In 2003 and much of 2004, the Coalition's political headquarters had authority for the reconstruction, governance, and ISF programs. Additionally, nonmilitary organizations made significant contributions to these aspects of the campaign. During the 18 months that followed the toppling of the Saddam regime, however, it was the Coalition's military forces, with their manpower and organizational capacities, that formed the solid core of these efforts to remake Iraq.

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# U.S. Marines In Iraq, 2004-2005: **INTO THE FRAY**

U.S. Marines In Iraq, 2004-2005:

**INTO THE FRAY**

Estes



*U.S. Marines in  
the Global War  
on Terrorism*





Photo by LCpl Andrew Williams, Defense Imagery VIRIN 030903-M-7837W-041

*LtGen James T. Conway commanded I Marine Expeditionary Force through both the 2003 and 2004 campaigns in Iraq, and succeeded Gen Hagee as Commandant of the Marine Corps in 2006.*

more than 3,000 reservists to the active force, not counting individual augmentations, by the time the 2002-03 activations had been demobilized by March 2004.

### *Problems in Iraq: The Emerging Insurgency: 2003-04*

The fall of Saddam Hussein's Ba'ath regime in April 2003 marked the end of the first phase of the Iraq War. The next, signaled by a deadly insurgency against the Coalition occupation of Iraq, would begin almost immediately after. This phase of the war, characterized by irregular warfare and sectarian violence against Coalition forces and between Iraq's religious and ethnic groups, lasted considerably longer and presented many unanticipated challenges and obstacles to the U.S. military. Although the planning process by the United States for the invasion of Iraq

had exceeded a year, very little preparation for post-hostilities operations existed by the time major operations had ended in April. Most authorities assumed that the Iraqis would replace the Ba'ath regime with new leaders and that government bureaucracies would return to work and assist immediately in the recovery effort. With the end of the first phase of the war, however, the Coalition faced an Iraq whose political, civil, and economic institutions were in a state of disrepair and collapse.

At the same time as Coalition forces prepared for post-war reconstruction, United States Central Command initiated a rapid drawdown of forces stationed in the country. Most important, the Coalition Forces Land Component Command under Army Lieutenant General David D. McKiernan would transfer responsibility for stabilization to the Combined Joint Task Force 7. Converted from the headquarters staff of Lieutenant General Ricardo S. Sanchez's V Corps, the combined joint task force exercised command and control over a multinational force of more than 30 countries. Its responsibilities extended over all Iraq, and it reported directly to the new Coalition Provisional Authority under L. Paul Bremer III, the civilian governing agency established by the United States to oversee the establishment of a new Iraqi government. Coalition leaders hoped that both agencies would be able to create a new Iraq with reformed political institutions, a rebuilt infrastructure, and a reenergized society.

Hoping for a steady improvement in general conditions, Combined Joint Task Force 7's initial campaign plan of June 2003 anticipated decreasing opposition to the Coalition. According to this plan, the Coalition Provisional Authority would revive native institutions and governmental bodies at local and national levels. Meanwhile, ongoing U.S. military actions would decrease support for the old regime by destroying surviving paramilitary forces, and capturing, trying, and punishing former Ba'athists. The anticipated improvement of basic services and the transfer of Iraqi sovereignty to an interim government would further undercut the opposition of radical antiwestern religious groups and potential violence between different factions throughout the country. The end of combat would permit the repairing of damaged infrastructure and bring about economic recovery, thus promoting a newly emerging democratic government and discrediting antiwestern factions. Above all, both the Coalition Provisional Authority and Combined Joint Task Force 7 assumed that those Iraqi institutions, which had survived the combat phase as well as the final years of the Hussein

regime, would continue to perform their usual security functions.

The overall goal for Iraq was to reduce the need for a long-term, large-scale U.S. military presence in the country. Creating a secure environment in which to hold local elections would encourage transition to local authority, allowing U.S. troops to withdraw from urban areas. American forces planned to move out of the cities into consolidated forward operating bases in late September 2003 and to be ready to conduct combat operations, assist or otherwise reinforce Iraqi security forces, and even expand the divisional zones of responsibilities as units such as the 101st Airborne Division, 82d Airborne Division, and the 3d Armored Cavalry Regiment began to redeploy to home stations. A single U.S. light infantry division would replace the multidivision occupation force that had been in place during the six months following the invasion. Thus, the new plan entailed the rapid training and development of robust Iraqi military forces, a capable police force, and an interim government. To help fulfill these goals, a program for training the new Iraqi Army would begin in August.

Nevertheless, these initial assumptions and plans proved too optimistic, forcing U.S. planners to devise a new campaign in August 2003 to confront the intensifying insurgency against the Coalition occupation. The insurgency had been growing at a rapid pace. Individual and organized criminal activities had appeared even before the occupation of Iraq began. In April 2003, soldiers of the 82d Airborne Division fired on a crowd of protesters in Fallujah, further inflaming hostility toward the U.S. presence in the country. The Coalition Provisional Authority's May 2003 decision to dissolve the Iraqi Army and dismiss all members of the Ba'ath Party from positions in the civil government removed thousands of Iraqis, most of them Sunnis, from positions of political power. Such measures created the impression that Sunnis would be a marginal group in the new Iraq and many former Ba'athists flocked to the ranks of the insurgency. Alongside former Ba'athists and regime supporters were more radical groups, such as fundamentalist paramilitary groups and international terrorist organizations.

In the new plan of Combined Joint Task Force (CJTF) 7, General Sanchez stated his mission was to conduct combat operations to destroy enemy forces and establish a secure environment while also engaging in stability operations to support the establishment of Iraqi sovereignty. The plan also entailed humanitarian assistance for the Iraqi population and restoring essential services to the communities. The

protection of key sites and services, such as water, power, and sewage plants, would also contribute to general security and recovery. A large array of public works projects and conventional civil affairs programs would assist in restoring economic prosperity to Iraq and maintaining a sustainable quality of life, especially in the supply of power, fuel, water, and sanitation services. The reopening of Baghdad International Airport and introduction of a new currency were also major benchmarks. Finally, Combined Joint Task Force 7 planned to assist in the installation of viable and fair neighborhood, district, and city governing councils.

Due to the increasing intensity of the insurgency, continued combat operations would be significant features of the new plan. Under the concept of "an adapting enemy," the combined joint task force campaign plan anticipated an enemy capable of changing tactics and targets to avoid U.S. attacks and overcome improving security measures. The most likely enemy actions would come in the form of iso-

*Army LtGen Ricardo S. Sanchez was commanding general of Combined Joint Task Force 7 and senior commander of coalition forces in Iraq from 2003 to 2004.*

Photo by LCpl Andrew Williams, Defense Imagery VRIN 030903-M-7837W-040







Photo by SSgt Quinton Russ, USAF, Defense Imagery, VIRIN: 040324-F-9927R-001  
*Ambassador L. Paul Bremer III was head of the Coalition Provisional Authority and the chief civilian official in Iraq from May 2003 until the transfer of sovereignty in June 2004.*

lated and random attacks. Less likely, but much more dangerous, would be the enemy mounting an organized, well-targeted, and highly lethal attack. In addition, planners recognized the potential for the enemy to disrupt reconstruction of the country with political assassinations.

Realizing the Coalition would be unable to rapidly eradicate resistance to the U.S. presence in Iraq, Sanchez and his staff proposed long-range plans to defeat the former regime forces, to neutralize extremist groups, and to reduce crime by 50 percent. To accomplish these goals, Combined Joint Task Force 7 would establish, equip, and train a large Iraqi security force; municipal police; battalions of the Iraqi Civil Defense Corps; and thousands of Facilities Protection Service guards. Planners assumed that only extremist groups, the most unpredictable enemy, would remain likely opponents by the time of the turnover to relief forces in 2004.

The end result, proposed in the August campaign plan, was a safe and secure environment created by a much more vigorous level of U.S. activities. Combined Joint Task Force 7 concluded that the initial deployments for combat under Operation Iraqi Freedom would need to be extended by a full year with

a relief anticipated sometime in the spring of 2004.

### *The Force Takes Shape*

**End  
Here**

The I MEF and 1st Marine Division operational planning teams worked on the force structure, framed the mission, and formulated tasks and organizations from late September through 19 October 2003. They then identified units to be provided for operations in Iraq by mid-December. The I MEF command element would require its usual detachments of civil affairs, intelligence, force reconnaissance, communications, radio, air-naval gunfire liaison, and Army psychological operations units, all gathered under the administration of the I MEF Headquarters Group. The 1st Marine Division, under the command of Major General James N. Mattis, organized its combat power around two reinforced infantry regiments (regimental combat teams), each with three infantry battalions (with a light armored reconnaissance battalion standing as the third battalion in one regiment), a combat engineer company, and a combat service support detachment. The division also had an artillery battalion transformed into a provisional military police unit, a tank company, and an assault amphibian company.

The 3d Marine Aircraft Wing (Forward), commanded by Major General James F. Amos, planned to employ a single aircraft group. With the exception of tanker and liaison aircraft detachments, it would include no manned fixed-winged aircraft, entailing three medium-lift helicopter squadrons, one heavy-lift helicopter squadron, and two light-attack helicopter squadrons. An unmanned aerial vehicle squadron and an air defense battalion also accompanied the group for air control and ground support. Brigadier General Richard S. Kramlich's 1st Force Service Support Group (Forward) organized separate groups for the eastern and western sectors of I MEF's planned area of operations, the vast al-Anbar Province. Each was to support one regiment, with the remaining assets allocated to a brigade service support group for the rest of the force. An engineer contingent included a naval mobile construction battalion (the "Seabees"), three engineer and engineer support companies, and several companies of military police.

Between 26 August and 9 September 2003, the Army's Task Force Baghdad conducted Operation Longstreet in al-Anbar and northern Babil Provinces, revealing key insurgent sanctuaries and infiltration routes. Consequently, U.S. Central Command commander, Army General John P. Abizaid, planned to augment the Marine Corps deployment with an Army brigade combat team, additional infantry battalions, a small boat detachment, and a requirement for counter-battery radars.

While the members of the I MEF, who returned to





Photo by LCpl Jonathon T. Spencer, Defense Imagery: 040422-M-2900S-023

*MajGen James F. Amos (right), commander of 3d Marine Air Wing from 2003 to 2004, speaks with Capt Shawn Miller of Marine Wing Support Squadron 273 while deployed to al-Anbar province in April 2004.*

battalions, including an armor battalion that was partly reformed as vehicle-mounted infantry. This task organization was augmented, near the time of embarkation, with artillery batteries A and E, 11th Marines. These two batteries arrived on 28 February 2004 and drew 18 howitzers from the prepositioning ships supporting the deployment. Counter-battery fires against indirect fire attacks from the insurgents became the initial mission for these two batteries. Later, when needs became more urgent, the equipment aboard the maritime prepositioned shipping would permit very rapid reinforcement of the Marine division. In addition to the forces under I MEF control were two bridge companies drawn from II Marine Expeditionary Force (II MEF) and Marine Reserve Forces, a detachment of light attack helicopters to operate out of Balad Air Base, and two Navy surgical companies.

### *Al-Anbar Province and the Insurgency*

In October 2003, the Joint Staff decided that the Marine Corps would relieve the Army's 82d Airborne Division. The area of operations included the large

al-Anbar Province and the northern Babil Province, which was the heart of the Sunni Triangle and the anti-Coalition insurgency west of Baghdad. The region posed challenges unlike those I MEF faced during the stability and security operations campaign it conducted in the summer of 2003. While the northern Babil area was familiar to Marine veterans of 2003, al-Anbar Province was not. I MEF and division operations planning team studied the province intensely, paying particular attention to terrorist infiltration routes, termed "rat lines," extending from Syria to the major cities of Fallujah and Ramadi.

Al-Anbar Province was an active center for the insurgency where its vast expanses served as an infiltration route, training ground, and sanctuary. It was also a latent flash point with cities such as Fallujah known throughout Iraq as a center of religious fundamentalism and general hostility to the central government, whether it was the Ba'ath Party, Coalition Provisional Authority, or the Iraqi Interim Government. The original 2003 U.S. offensive through this area had focused on enveloping Baghdad, thus by-

passing most of the major population centers of the province. As a result, those elements that would constitute the bulk of the anti-Coalition insurgency, such as veterans of the Republican Guard, Iraqi Intelligence Service, and the Ba'ath Party, remained relatively cohesive and unscathed by the initial invasion. After initial combat operations ended, a single armored cavalry regiment was assigned to patrol a vast area the size of North Carolina. Such a weak presence squandered the war's gains and allowed an enemy sanctuary to flourish. The region was also a stronghold of Iraq's Sunnis, and many of its population feared loss of status and marginalization as a result of Hussein's fall, de-Ba'athification, and the Coalition Provisional Authority's plan to empower Iraq's Shi'a majority. Although most of the population did not actively work against the Coalition forces, many did render support to the former regime loyalist movements.

Al-Anbar Province's geography helped make it a safe haven for insurgents. Both its natural river and man-made highways transformed it into a transit hub for insurgent groups. Since the province shares



Photo by LCpl Samantha L. Jones, Defense Imagery VIRIN: 041115-M-3658J-011  
*BGen Richard Kramlich, commanding general of 1st Force Service Support Group, talks with Marines at Camp Fallujah in November, 2004.*

lengthy frontiers with Saudi Arabia, Jordan, and Syria, insurgents could easily find cross-border sanctuaries outside of Iraq. Age-old smuggling routes, tribal associations reaching across the political borders, and

*Marines from the 24th Marine Expeditionary Unit establish a perimeter in Qalat Sukkar, Iraq in 2003 as civilians gather to welcome them as they secured the town. As they returned to Iraq, the Marines of I MEF could draw on almost a century's worth of experience conducting counterinsurgency operations.*

Photo by SSgt Bryan Reed, Defense Imagery, VIRIN: 030413-M-0175R-089







History Division Map

*In 2003, Marines had been primarily responsible for operations south of Baghdad; however, beginning in 2004, Marine Corps deployments were based in the vast al-Anbar Province in Iraq's west.*

active support from Ba'athist Syria provided the insurgents a steady supply of money and sanctuaries. Radical elements could infiltrate the country, relying

on counterfeit documents, safe houses, and training areas.

The insurgents also had a ready source of muni-

tions and arms. U.S. Army sources identified 96 known munitions sites and indicated innumerable uncharted ones in the province. A large portion of Iraq's arms industry was centered in the area—particularly in al-Ameriyah, Al Mahmudiyah, and Iskandariyah. Although some localities faced arms shortages and the price of weapons increased as a result of Coalition actions, the enemy had few supply problems for its commonplace weapons: AK-47 rifles, explosives, ammunition, mortars, and rocket-propelled grenades (RPGs).

*Building on Experience and Corporate  
Memory: the Marine Corps  
and Counterinsurgency*

As challenging as the new operations in al-Anbar Province would be, the stability and security operations conducted during the summer of 2003 had demonstrated that the Marine Corps' approach to counterinsurgency, based on nearly a century's worth of experience, remained relevant. These experiences would continue to influence Marine Corps plans for their return to Iraq in 2004. On 18 January 2004, General Conway delivered a presentation to the Marine Corps Association Ground Dinner in which he outlined the new challenges that the Marines would face in their second deployment. He asserted that the leadership had to remember several factors. For example, whereas the Marines had been responsible for an area comprised mostly of Shi'a in 2003, the population in the new area of operations would largely be Sunni. Therefore, an important part of the expeditionary force's approach would involve finding a way to mitigate the perceived political losses suffered by the Sunnis as a result of the fall of the Ba'ath regime. In keeping with I MEF's successful experience in 2003, the Marines would focus on the Iraqi people—providing security and a better quality of life for the population and preparing the Iraqi people to govern themselves.

General Conway noted that I MEF's approach would be based on three major lines of operation: security and stability operations, information operations, and civil affairs. The goals of these operations were far reaching and wide ranging, and included eliminating destabilizing elements, establishing training programs for Iraqi security forces, developing an aggressive information campaign that promoted local confidence and established effective means of disseminating information, identifying and securing funding and resources for civil affairs initiatives, establishing local government, reducing unemployment, and ultimately preparing for the transition to Iraqi

sovereignty. Success would be measured by the extent to which the Iraqi people could assume responsibility for their own security. The failure of any of these elements would pose increasing difficulties and dangers for the Coalition forces and the Iraqi population.

While the situation in al-Anbar Province in 2004 would be markedly different from the one Marines confronted in southern Iraq in 2003, General Conway nevertheless noted that those earlier experiences would play an important role in the coming mission. He highlighted the successful accomplishments of 2003, noting that Marines demonstrated the mental and physical ability to shift rapidly from combat to stability operations and were able to conduct both simultaneously. General Conway pointed out that the culture of the Marine Corps as an infantry force with strong, small unit leadership enhanced the Marines' ability to effectively perform stability operations in southern Iraq. Battalion commanders exercised total authority in their areas of responsibility. Frequently, no one doctrine governed particular problems, and commanders adapted to their unique situation. The expeditionary force deployed a significant infantry capability, and Marines made sure to patrol the streets so that they could be seen by the locals and reassure Iraqis looking for a safe and secure environment.

The need to build good relations with the local population had been critical, and General Conway reminded his audience of the several accomplishments Marines had achieved in 2003. Operating from the belief that the quickest way to win the support of adults was to improve the quality of life of their children, Marines tried to move quickly to accomplish any project that benefited Iraqi children. These included making children aware of unexploded mines and constructing and repairing playgrounds and schools. Related to this, the Marines of I MEF had focused on consulting Iraqis and included them in the decision-making process as they set priorities for reconstruction projects. The Marines' philosophy of inclusion gave the Iraqis a sense of having a stake in their own future and confidence in American concern for their welfare.

A "trust relationship" thus formed between Marines and Iraqis. The fact that the Shi'a formed the majority of the population in much of the I MEF area of operations in 2003 proved significant. Harshly oppressed by the former regime, they demonstrated more sympathy for the Coalition than their Sunni neighbors to the north, and Marines conducted themselves in a manner to preserve good will with the Shi'as.

To build good relations with the local population,

Marines worked to manage the levels of violence. If fired upon, Marines achieved immediate fire superiority. The I MEF human exploitation teams constantly worked to collect information, which was then combined with other data to form a useful intelligence picture. When sufficient intelligence allowed targeting, Marines quickly killed or captured those who resisted.

One result of their efforts to build strong relations with the local population was that Marines were able

to work with the local police forces, thus allowing I MEF to leave the built-up areas and towns. The Marine quick reaction forces always stood ready to provide “on call” support, but this was seldom necessary. The Iraqis in the Marines’ area of operations soon began to police themselves. They prevented looting, destroyed improvised explosive devices, and in some cases conducted raids on criminals and former regime loyalists in their areas.



## Chapter 3

### Early Operations in Al-Anbar Province

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#### *Al-Anbar Province*

At 53,208 square miles, Iraq's al-Anbar Province occupies 32 percent of the nation's total area, and is the country's largest province. Nevertheless, the province is largely an unpopulated desert with most of its 1.3 million inhabitants densely packed along the Euphrates River, which cuts through the northern part of the province. Most of the inhabitants, who account for 4.9 percent of Iraq's total population, are Arab Sunnis of the large Dulaym tribal confederation. The province's capital is ar-Ramadi.

The river brings life to one of the harshest environments in the world. The region's subtropical temperatures range, on average, from 90 to 115 degrees Fahrenheit in summer to less than 50 degrees Fahrenheit in the winter. All of the province's major cities sit along or near the Euphrates' banks: Husaybah, al-Qaim, Haditha, Hit, Ramadi, and al-Fallujah. From Husaybah, where the river enters Iraq from Syria, it progresses in a fairly eastwardly direction for a little more than 50 miles before taking a sharp turn south at the city of Rawah. Between there and Haditha is Lake Qadisiyah, an artificial creation of the Haditha Dam. From Haditha, the Euphrates snakes southeasterly through the eastern part of the province before exiting east of Fallujah. Just south of Ramadi lie the lakes al-Habbaniyah and al-Milh, filled with Euphrates water by canal. Lake Tharthar, supplied with Tigris River water by canal, lies between the rivers. Down river from Ramadi are irrigation canals and most of the pumping stations. About 140 miles from Ramadi the Euphrates splits into two branches, al-Hillah and al-Hindiyyah. The latter forms the main channel and provides irrigation for rice crops, while al-Hillah, separated among numerous canals, provides irrigation to the east and south.

The western desert, an extension of the Syrian Desert, rises to elevations above 1,600 feet. Further south, the Southwestern Desert (al-Hajarah) contains a complex array of rock, wadis, ridges, and depressions. Through this region, running in a fairly direct east-west direction from Syria and Jordan is a highway and rail network that transforms the province into a bridge connecting Iraq's most populated regions and capital to Saudi Arabia, Jordan, and Syria.

Al-Anbar Province, especially Ramadi and Fallujah, reflects the strong tribal and religious traditions of its inhabitants. Saddam Hussein was constantly wary of the volatile nature of the area. Depending on which approach was most expedient, the Ba'ath regime would alternate between openly supporting the tribal groups through patronage and using the tools of governance to isolate them. If it meant being able to exert greater control over the region, the regime was happy to curtail provincial authority to better patronize the al-Anbari tribes. Iraq's oil wealth enhanced the ability of the ruling clique to bypass government institutions. The revenue generated by oil deepened the system of patronage, as funds were controlled by the central figures of the regime who funneled money and public works to loyalists. Tax revenue, already tainted by corruption, became secondary to oil wealth. Sunnis benefited the most from this system. In any case, the regime took more interest in population centers closer to Baghdad, leaving most of the province untouched. Such conditions and policies weakened governmental power in the province. Crippled by persistent corruption, undercut by deal-making between the ruling regime and tribal sheikhs, and monitored by an ever present, heavy-handed security apparatus, the civic institutions of al-Anbar Province fell into disrepair until the collapse of Saddam Hussein's regime in April 2003.

The province stood rife with insurgent and criminal activity at the time I MEF took up its security and stabilization task, and its major cities of Ramadi and Fallujah were centers of anti-Coalition resistance. Amid this hostile environment, the Coalition had labored to deliver on its promises to restore security, essential services, government, and a viable economy to the people of al-Anbar Province. However, it only had limited resources to apply to its appalling situation.

#### *Initial Deployment*

The I Marine Expeditionary Force's area of operations in al-Anbar Province—code named Atlanta—was further divided. During the first two weeks of March 2004, Colonel Craig A. Tucker, commanding Regimental Combat Team 7, deployed his maneuver

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## Letter to All Hands

We are going back into the brawl. We will be relieving the magnificent soldiers fighting under the 82d Airborne Division, whose hard won successes in the Sunni Triangle have opened opportunities for us to exploit. For the last year, the 82d Airborne has been operating against the heart of the enemy's resistance. It's appropriate that we relieve them: When it's time to move a piano, Marines don't pick up the piano bench—we move the piano. So this is the right place for Marines in this fight, where we can carry on the legacy of Chesty Puller in the Banana Wars in the same sort of complex environment that he knew in his early years. Shoulder to shoulder with our comrades in the Army, Coalition Forces and maturing Iraqi Security Forces, we are going to destroy the enemy with precise firepower while diminishing the conditions that create adversarial relationships between us and the Iraqi people.

This is going to be hard, dangerous work. It is going to require patient, persistent presence. Using our individual initiative, courage, moral judgment, and battle skills, we will build on the 82d Airborne victories. Our country is counting on us even as our enemies watch and calculate, hoping that America does not have warriors strong enough to withstand discomfort and danger. You, my fine young men, are going to prove the enemy wrong—dead wrong. You will demon-

strate the same uncompromising spirit that has always caused the enemy to fear America's Marines.

The enemy will try to manipulate you into hating all Iraqis. Do not allow the enemy that victory. With strong discipline, solid faith, unwavering alertness, and undiminished chivalry to the innocent, we will carry out this mission. Remember, I have added, "First, do no harm" to our passwords of "No Better Friend, No Worse Enemy." Keep your honor clean as we gain information about the enemy from the Iraqi people. Then, armed with that information and working in conjunction with fledgling Iraqi Security Forces, we will move precisely against the enemy elements and crush them without harming the innocent.

This is our test—our Guadalcanal, our Chosin Reservoir, our Hue City. Fight with a happy heart and keep faith in your comrades and your unit. We must be under no illusions about the nature of the enemy and the dangers that lie ahead. Stay alert, take it all in stride, remain sturdy, and share your courage with each other and the world. You are going to write history, my fine young sailors and Marines so write it well.

Semper Fidelis,  
J. N. Mattis,  
Major General, U.S. Marines

ties of the Marines' task, declaring that the mission would be "hard, dangerous work." The current mission would be their Guadalcanal and Hue City, and would define the Marines' legacy in the early 21st Century.

At this point, the Marine Corps had deployed some 24,500 men and women to Iraq, approximately 24,300 under I MEF, drawn from Atlantic and Pacific bases, augmented by 5,500 Navy construction and Army troops. Some 3,900 Marines and sailors of Marine Corps Reserve organizations were serving on active duty with about 80 percent deployed to Iraq. Another 1,900 individual augmentees from the Reserves served throughout the Marine Corps.

### *The Iraq Insurgency*

The earliest classification of a post-hostilities threat group was that of "former regime loyalists." These included Ba'ath Party members, former Iraqi soldiers,

and remnants of the Fedayeen Saddam, a radical paramilitary group loosely recruited into the Iraqi defense establishment. The insurgency also included extremist groups, such as the Wahhabi movement, the Iraqi Islamic Party, and pro-regime tribes. These could be augmented by outside actors, including international terrorists interested in exploiting the unrest and U.S. vulnerabilities.

The insurgency continued efforts to reorganize under various groupings to force the withdrawal of Coalition forces and to regain power within Iraq. It operated throughout several cities within the Sunni Triangle from Ramadi in the west to Baghdad in the east and Mosul in the north. The U.S. and Coalition bureaucracy later coined successive terms according to the political climate—"Anti-Coalition Forces" and "Anti-Iraqi Forces" were favorites of political figures loath to acknowledge the existence of a genuine Iraqi insurgency against U.S. and allied forces.

The insurgents proved well armed. Although initially poorly trained, they were soon able to execute lethal attacks against the Coalition forces and Iraqis who sided with them. The intelligence services considered the former regime forces as compatible with other groups, such as foreign fighters, transnational terrorists, pro-Saddam tribes, radical Kurdish factions, and Islamic extremists throughout Iraq. Former regime loyalist elements continuously attempted to gain favor in militant Sunni neighborhoods throughout Iraq. They used private homes to conduct meetings and cache their weapons. During the initial period of its occupation of Iraq, the Combined Joint Task Force 7 staff considered Ba'athist leadership cadres and old regime forces as the primary threat to Coalition operations. They probably were responsible for the majority of ambushes against "soft" targets, such as convoys, and symbolic centers of the interim government, such as police stations and council meeting locations.

While many of the anti-Coalition organizations drew their ranks from secular nationalists and former supporters of the regime, other groups were organized along religious lines. Wahhabist influences remained strong with the Sunni tribes in the vicinity of Fallujah with some support among their co-religionists within Baghdad. A radical religious organization with origins in Saudi Arabia, Wahhabists preach non-tolerance of infidels, jihad against Coalition forces, and martyrdom in the name of their goals. Baghdad

*In his Commander's Intent, 1st Marine Division commander MajGen James N. Mattis characterized the new mission in Iraq as a moment that would define the Marine Corps, akin to the battles of Iwo Jima and Hue City.*

Photo by LCpl Henry S. Lopez, Defense Imagery VIRIN: 030312-M-0523L-003



**Table 3-1: Marine Corps Forces In Support of Operations Iraqi Freedom II–April 2004**

I MEF (Fwd), Kuwait	116
I MEF (Fwd), Iraq	29,579
I MEF (Fwd), Qatar	13
2d Medical Battalion, Kuwait	161
Fox Vehicle Detachment, Kuwait	12
Total I MEF (Fwd) assigned forces	29,881
U.S. Navy (22d NCR) and Army (1st Brigade)	(5,565)
Total I MEF (Fwd) Marine Corps forces	24,316
1st FAST Company (-), Baghdad	116
Detachment B, 4th Air-Naval Gunfire Liaison Company	33
Element, MarForCent, Bahrain	6
Marine Corps Element, Land Component Command, Arifjan, Kuwait	3
National Intelligence Support	15
Other	14
Total U.S. Marine Corps	24,508

Sunni and Ba'ath party members typically remained more secular in thought than Wahhabists but they would occasionally cooperate as a matter of convenience. U.S. and Coalition forces identified elements of several recognized terrorist organizations in Iraq, and these groups may have received support from the former regime. Some of the Islamic extremist organizations suspected in the enemy ranks included al-Qaeda, Ansar al-Islam, Hezbollah, and Wahhabis.

The insurgency was not only confined to militant Sunni groups, however. Shortly after the fall of the Ba'ath regime, radical Shi'a militias began to gain momentum and popularity. For example, the Supreme Council for the Islamic Revolution in Iraq (a Shi'ite political party and armed militia) took advantage of the security vacuum to increase influence throughout Iraq. In addition, the collapse of the Ba'athist regime helped increase the relative influence of Ayatollah Sistani and other important clerics of the key Shi'ite holy cities of an-Najaf and Karbala. The renewed emphasis on an-Najaf as a center of the Shi'a religion—the largest in Iraq—countered the former influence of Iranian clerics seeking to fill the void, thus causing undoubted friction between Shi'ite elements.

While Iran traditionally supported all Shi'a organizations, the Supreme Council's goal of creating an Iraq independent of Tehran left it somewhat at odds with the Islamic Fundamentalist Republic. The Badr Corps, the military arm of the Supreme Council, re-





Photo by Spc Ronald Shaw Jr., USA Defense Imagery VIRIN: 050414-A-3240S-026

*Militant Sunnis and Shi'a, secular Ba'atbists, and foreign fighters all took part in terrorist attacks against Coalition forces. Roadside bombs, such as the one whose aftereffects are depicted here, were a common weapon deployed by insurgent groups.*

tained much stronger ties to Tehran, however, and it continued to stage demonstrations openly hostile to the Coalition. The Badr Corps' followers in Iran reportedly crossed into Iraq with Iranian intelligence agents within their organization. Many observers believed that the corps placed arms stockpiles in the Shi'a sections of Baghdad and other cities to the south. The Supreme Council later changed the name of its militia to the Badr Organization, connoting a more peaceful and political emphasis, but it remained a significant military presence in Iraqi public life.

Other religious organizations, while not directly rising against U.S. and Coalition forces, remained vital sources of support for the insurrection and other forms of opposition to them. The Howza (religious seminaries teaching Islamic theory and law once banned under Saddam Hussein) had three key elements for the Shi'a: the premier religious school in the Shi'a religion located in an-Najaf, a body of leaders that guided the direction and conduct of the Shi'a religion, and the mutually shared goals of all Shi'as. All Shi'a-based organizations opposing the Coalition forces had some affiliation with the Howza, including

Table 3-2: I Marine Expeditionary Force Combat Power (On Hand/Ready)-April 2004

Aviation					
AH-1W	UH-1N	CH-46E	CH-53E	KC-130F	RQ-2B Pioneer
34/25	18/13	34/27	24/19	6/5	8/7
74%	72%	79%	79%	83%	88%
Ground (USMC)					
HMMWV (Antitank)	HMMWV Hardback	Amphibious Assault Vehicle	Light Armored Vehicle	Tank M1A1	Howitzer M198
103/94	403/365	39/37	118/89	16/16	18/18
91%	90%	95%	75%	100%	100%
Ground (Army)					
Tank M1/A1/A2	Bradley Fighting Vehicle M2/A1/A2	HMMWV M1064	Howitzer, M109A6	Scout HMMWV	
14/13	30/28	8/7	6/6	128/124	
93%	93%	88%	100%	97%	



the SCIRI, Badr Corps, and the Iranian Dawa Party. Several persons claimed to speak on behalf of the Howza, such as the influential religious leader Muqtada al Sadr, son of a murdered Shi'ite cleric, and Ayatollah Sistani.

### *Marines Establish Their Presence*

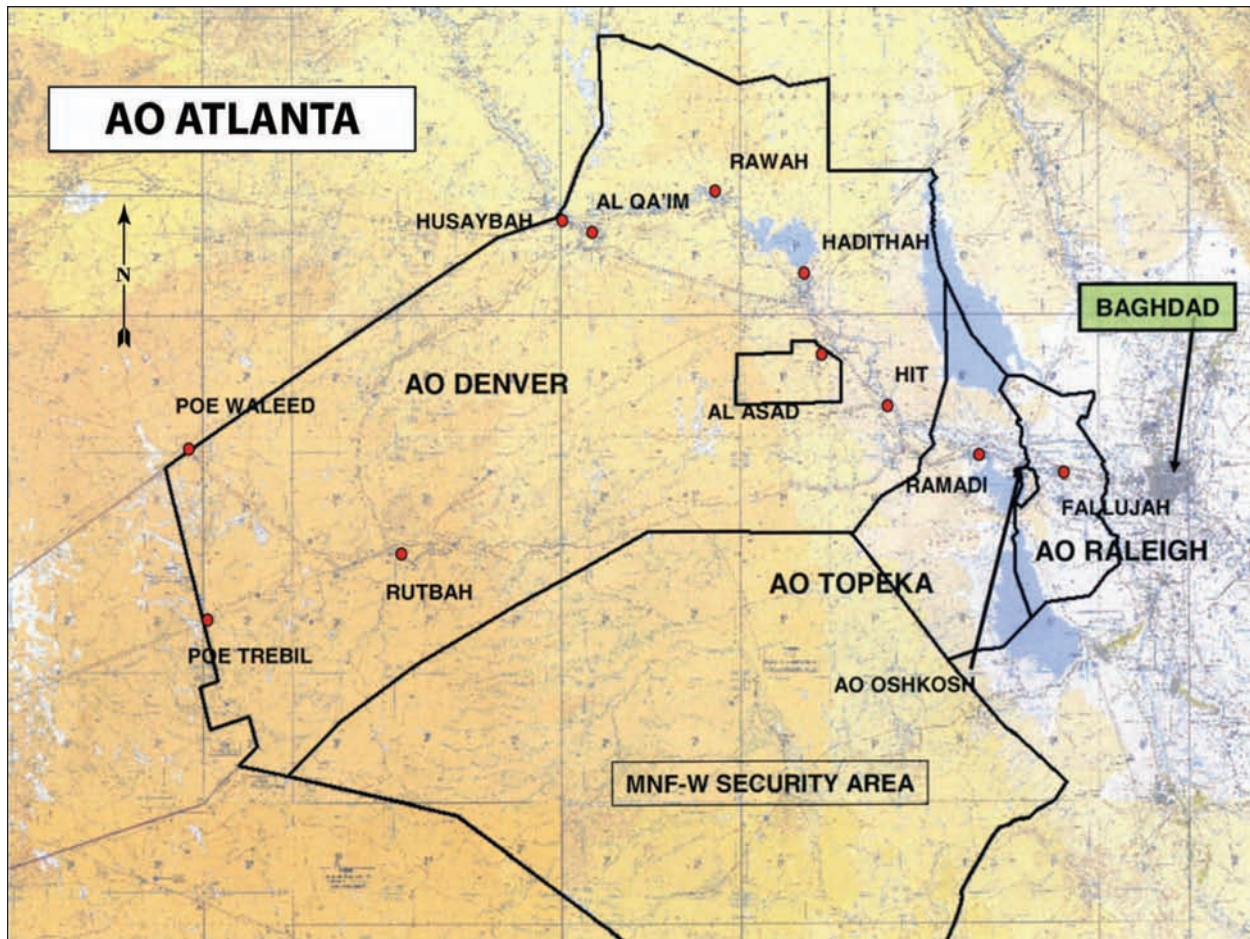
By 20 March 2004, the 1st Marine Division had completed its relief of the 82d Airborne Division in al-Anbar and northern Babil Provinces. Regimental Combat Team 7 went into action first. Its patrols and limited offensive actions ranged far, and the 1st Light Armored Reconnaissance Battalion reportedly put the equivalent of 2.5 years worth of peacetime mileage on its General Motors-Canada light-armored vehicles during its first month of operations. Security was scarce, and resistance against U.S. and Coalition forces in the region was persistent. The first casualties in the division came from an improvised explosive device deto-

nated on 6 March against a vehicle in the 3d Battalion, 7th Marines, sector, injuring two Marines.

Two days later, Marines launched their first offensive action of the year when 3d Battalion, 7th Marines, and the 1st Squadron, 3d Armored Cavalry Regiment, conducted a cordon and search of a house in Husaybah. Regimental Combat Team 7's discovery of 10 improvised launchers and 60 57mm aerial rockets arrayed around Camp Korean Village was sobering. On 15 March, Syrian border guards fired with small arms on Marines of Company L, 3d Battalion, 7th Marines, near the Husaybah border crossing point. The Marines responded with rifles, heavy and light machine guns, and a tube launched, optically tracked (TOW) antitank missile shot. One Marine was wounded while three Syrian border posts were damaged or destroyed. Investigations by local Iraqi guards proved that the Syrians had opened fire first and that neither side had crossed the frontier at any point.

*Iraq's al-Anbar Province was divided into Areas of Operation. I MEF's (code named Atlanta) included Area of Operations Denver (western region), Area of Operations Topeka (Ramadi and its surrounding area), Area of Operations Raleigh (Fallujah and surrounding areas), and Area of Operations Oshkosh (al-Taqqaddum).*

I MEF Briefing Map, Adapted by History Division





History Division Map

*Although al-Anbar is geographically the largest of Iraq's provinces, it is the least populated, with most of its inhabitants living along the Euphrates River. The majority of its inhabitants are Sunni Arabs of the Dulaym tribe.*

The regiment executed operations across Area of Operations Denver that focused on identifying and capturing enemy mortar men, explosive device

planters, and foreign fighters. Colonel Tucker's primary task remained to interdict the infiltration of foreign fighters joining the Iraqi insurgent effort by using the



so-called “rat lines” from the porous Syrian border and the “white wadi” emerging from the border with Saudi Arabia. In the vital security area around al-Asad Air Base, Regimental Combat Team 7 executed a coordinated raid using special operations personnel with Marines of the al-Asad garrison to capture suspected insurgents conducting rocket attacks on the base.

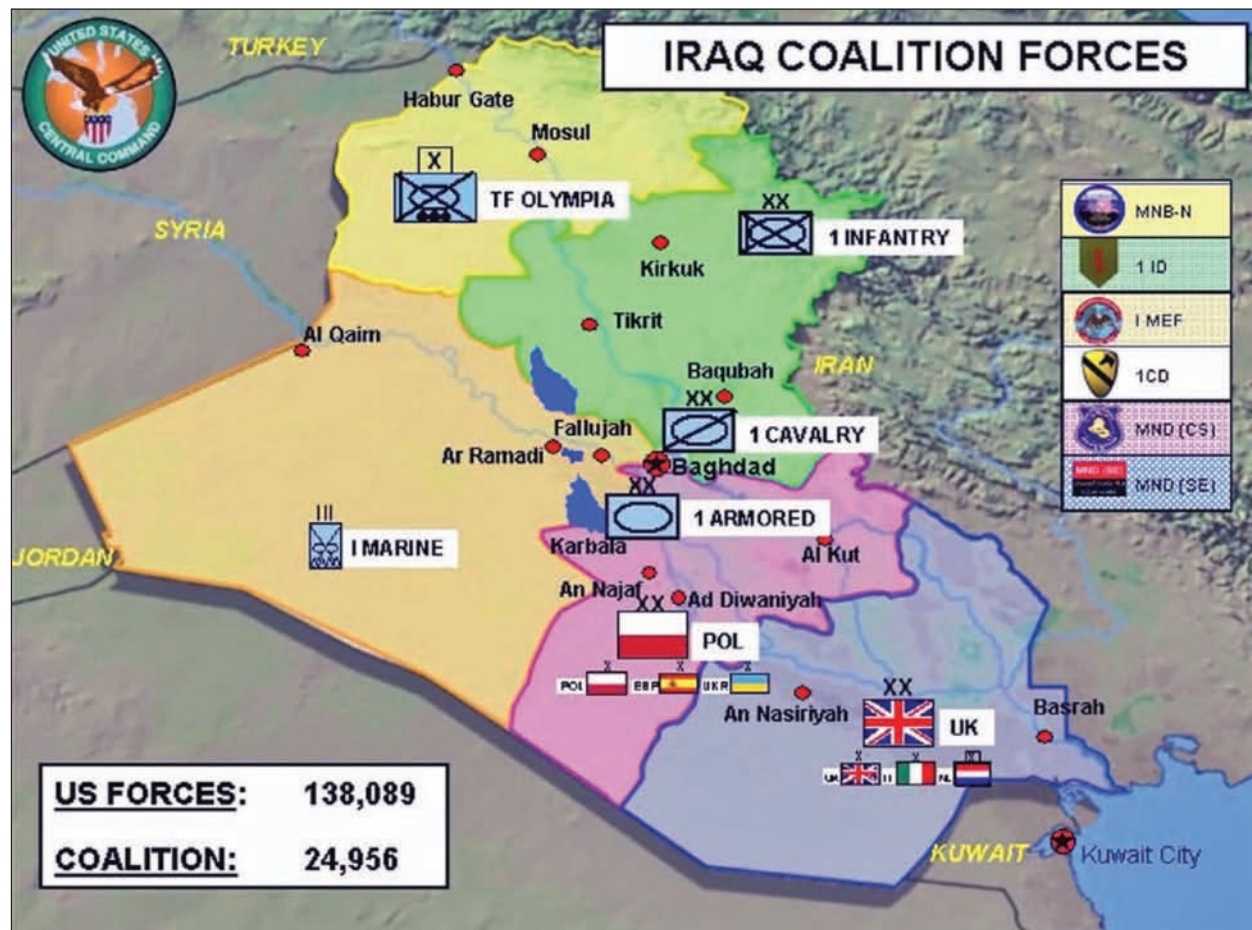
To establish a presence north of the Euphrates and destroy key insurgency command and control areas, the 3d Battalion, 4th Marines, moved into Rawah on 21 March. Both mounted and dismounted patrols by joint U.S.-Iraqi teams reinforced border security and sought to deny emplacement and detonation of explosive devices along various routes. On 19 March, the regiment reported that a patrol from 3d Battalion, 7th Marines, stopped and seized a vehicle containing several grenades, RPG-type rockets, launchers, and machine gun ammunition. Three of the six suspects fled the vehicle, and three were detained. On 22 March, Marines from the same battalion again stopped a sin-

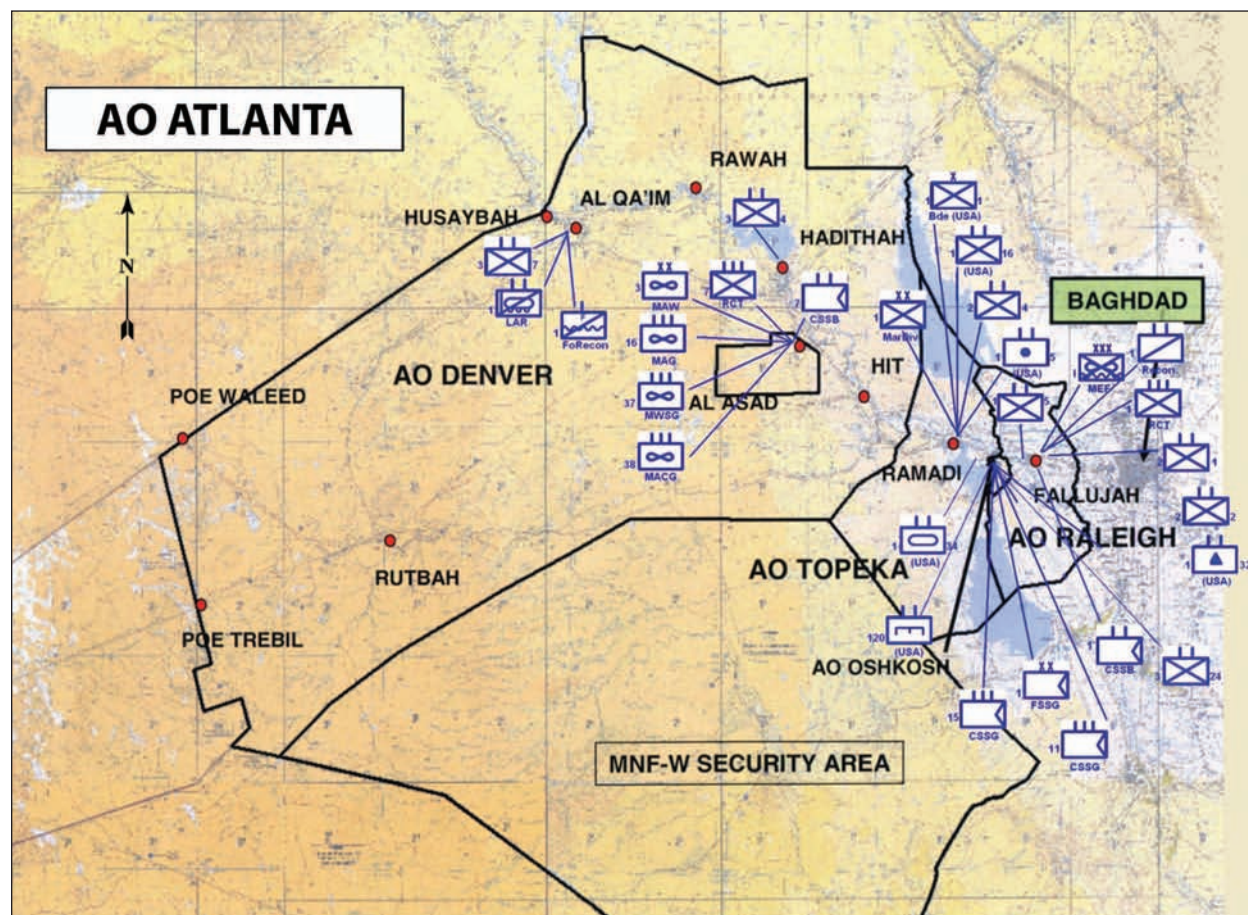
gle vehicle for violating curfew, and the search of the vehicle uncovered one U.S. identification card, a cellular phone, two handheld global positioning devices, and a mortar firing table printed in Arabic. Two individuals were arrested and brought to Camp al-Qaim for further questioning where they provided intelligence for a follow-on cordon-and-knock mission that brought no further discoveries.

In Rawah, the 3d Battalion, 4th Marines, conducted patrols with local police and began its campaign to secure the town. Far to the southwest in Area of Operations Denver, Marines of 2d Battalion, 7th Marines, conducted joint dismounted security patrols with the Rutbah Iraqi Civil Defense Corps Company. The 1st Force Reconnaissance Company tracked high-value insurgents and planned raids, maintained border observation, and deployed snipers as required. All units produced information operations aimed at calming and reassuring the local populace, while spreading the fruits of civil affairs projects and other assistance pro-

*The disposition of U.S. and allied forces in Iraq is shown as reported in a Pentagon press briefing on 30 April 2004.*

Pentagon Press Briefing, April 30, 2004, <http://www.defenselink.mil/DODCMSShare/briefingslide/52/040430-D-6570C-006.jpg>





I MEF Briefing Map, Adapted by History Division

*Initial Deployment of I Marine Expeditionary Force (Forward) Units, March 2004.*

grams. In this manner, the regiment executed General Mattis' intention of dual-track operations to kill insurgents and to help support the Iraqi people.

During this first partial month of operations (5–31 March) in Area of Operations Denver, Regimental Combat Team 7 experienced 24 mine or improvised explosive device attacks, found 73 other devices before they could be detonated, and received 27 indirect- and 26 direct-fire attacks. Four Marines died in action and 51 were wounded in this introduction to the new area.

The 1st Brigade, 1st Infantry Division, continued to center its main effort on Ramadi, bolstered considerably by the attachments of 2d Battalion, 4th Marines, and the provisional military police battalion formed by 3d Battalion, 11th Marines. The brigade's eastern boundary with Regimental Combat Team 1 moved to the western bank of the Tharthar Canal with Regimental Combat Team 1 assuming responsibility for the battlespace north of the Euphrates near Saqlawiyah. The military police company, transferred from the 4th Marine Division to 3d Battalion, 11th Marines, operated

the detention facility in Ramadi and made its first detainee transfer on 24 March, transporting 15 captives to Camp Fallujah. As the unit moved, a bomb exploded. The detonation produced no casualties, and the subsequent search of a house in the vicinity led to the capture of four rifles, electrical switches, and a large pile of wire. The brigade had two other such devices explode in its sector the same day. One of these explosions injured two Marines, and the other targeted an Army M1A1 Abrams main battle tank. The search of the area by the Army's 1st Battalion, 34th Armor, led to the killing of two insurgents, one of whom had an AK-47 rifle and a detonating device. Such events continued across the operating areas, taxing the men and women of each regiment or brigade to remain vigilant and ready for action.

Other 1st Brigade operations included security sweeps against surface-to-air missile teams operating around al-Taqaddum, convoy escort for units passing between the two Marine regiment sectors, and covering the withdrawal of the last elements of 82d Airborne



Division to Balad Air Base, north of Baghdad. Continuing operations in Ramadi included sweeps, check points, raids, and watching for highly-placed insurgent leaders.

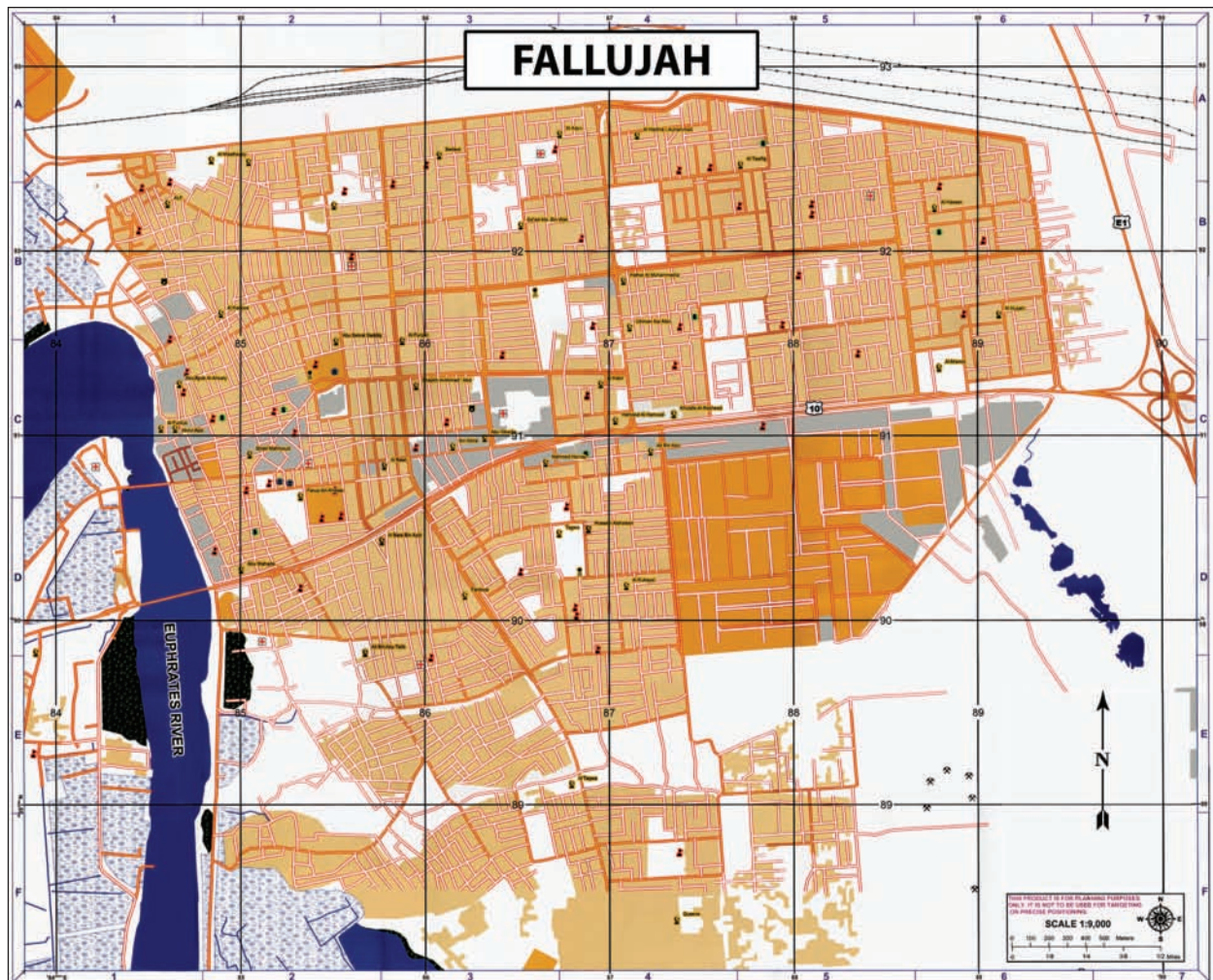
The movement of Regimental Combat Team 1 from Kuwait took place during 14–21 March, and the regimental commanders and staff began work with the 3d Brigade, 82d Airborne Division, at Camp Fallujah to effect the “right seat, left seat” turnovers at all levels. During this process, Colonel Toolan received operational control of the 1st Battalion, 32d Infantry, from the 1st Brigade, 1st Infantry Division’s Colonel Arthur W. Connor. Along with 2d Battalion, 2d Marines, the soldiers would cover north Babil province. The external security responsibility for the Abu Ghraib Prison fell to 1st Battalion, 5th Marines, and Colonel Toolan’s other two battalions operated outside of Fallujah to isolate it from infiltration. 2d Battalion, 1st Marines, covered the north

and east, while 1st Reconnaissance Battalion was responsible for the southern sectors. The unenviable mission for the Marines and soldiers of Regimental Combat Team 1 consisted of stabilizing a large area that included the most volatile town in the notorious Sunni Triangle, Fallujah.

Roughly nine square miles in size, the city sits like a trapezoid along the Euphrates’ eastern bank with parallel northern and southern boundaries. As the Euphrates approaches the city, the river takes a sudden turn in a northeasterly direction. Almost immediately, however, the river returns to its southeasterly course. The peninsula formed by this course change forms an arrow-like formation aimed at the city’s northwestern district, the Jolan Quarter. On the peninsula’s eastern side are two parallel bridges that run into the city. The southern bridge carries Highway 10 over the Euphrates. The road runs through the city center and bisects High-

*Fallujah is bounded on the west by the Euphrates River, a rail line on the north, and Highway E1 on the east. Highway 10 bisects the city, running east and west.*

2d Topographic Platoon Map, Adapted by History Division



way E1 just outside the eastern city limits.

On 18 March, insurgents attacked the Regimental Combat Team 1 and 3d Brigade, 82d Airborne Division command groups in Fallujah along Highway 10. A week later, two more attacks on the highway within 15 hours of each other hit a special operations unit and a Marine Wing Support Squadron 374 convoy. Colonel Toolan ordered 2d Battalion, 1st Marines, to secure the cloverleaf intersection with Highway 1, which runs north-south on the eastern side of the city, and the northeast portion of the city adjacent to Highway E1. At dawn on 26 March, one rifle company of 2d Battalion, 1st Marines, seized control of the cloverleaf. Traffic was stopped and diverted around Fallujah, and E and F Companies entered the northeast portion of the city. The insurgents responded to their approach by launching coordinated mortar and small arms ambushes throughout the day against the Marines who engaged the insurgents in numerous firefights. On 27 March, at the request of the city council, 2d Battalion, 1st Marines, pulled its forces from that portion of the city but retained surveillance over the cloverleaf. The next day, the battalion reoccupied the intersection, remaining in place through the end of the month to prevent further attacks on convoys.

Under these less than auspicious circumstances, the transfer of authority with the 3d Brigade, 82d Airborne Division, and that of the two divisions as well, took place on 28 March at Camp Fallujah. Throughout the week, 23–31 March, insurgents struck the camp with indirect fire, and Abu Ghraib Prison received the same treatment for three days. On 30 March, insurgents ambushed a convoy from the 1st Force Service Support Group near Fallujah. The next day, a patrol from 1st Reconnaissance Battalion discovered a cache of 300 mortar rounds southwest of Fallujah. As difficult as these early experiences in al-Anbar Province had been for the 1st Marine Division and its supporting aviation and service contingents, hopes remained high that a sustained and determined Marine Corps presence could bring improved conditions to the chaotic province.

Among the many technological advantages Marines exploited in this campaign was the much improved intelligence capability that had been developed over two decades. The 2003 campaign in Iraq had seen the baptism of fire for the Marine Corps intelligence battalion formed in the MEF headquarters group under normal organization. Accordingly, the 2d Intelligence Battalion established its Tactical Fusion Center with the division command post at Camp Blue Diamond and proceeded to operate information cells as low as the company level in the ensuing campaign. The Tactical Fusion Center combined in a single place the intelligence from

higher echelons of national and military intelligence services with the data from the many sources of local Marine Corps and Army units. Overall, the positioning of the Tactical Fusion Center adjacent to the divisional operations center provided situational awareness unprecedented even by standards of the 2003 accomplishments.

General Mattis signaled his appreciation of the situation near the end of March. Colonel Tucker's Regimental Combat Team 7 had successfully positioned units to interdict the primary rat line. Concurrently, Colonel Toolan's Regimental Combat Team 1 had moved aggressively against the enemy center of gravity in Fallujah, while Colonel Conner's 1st Brigade preempted insurgent force efforts to disrupt the authorities of al-Anbar Province. The Marines wanted to increase human intelligence, fused with all sources, to create opportunities for strikes against the insurgent networks.

General Mattis saw in the opposition a combination of classic insurgent tactics and terrorist activities, and these had increased during the turnover. Not only were the more plentiful road convoys attacked, but also violence in urban and rural areas across the province heightened. Increased patrol activity into areas not normally covered had produced attacks by both improvised explosive devices and direct fire. In no case, however, did the insurgents demonstrate any interest in assaulting the new arrivals. Instead, they had fallen before steady Marine infantry pressure and return fire.

The opening of the I MEF stability and security operations campaign in March ended with an insurgent ambush that left four U.S. security contractors killed and mutilated on the Highway 10 bridge in west-central Fallujah, prompting U.S. offensive actions in reprisal. The initial campaign plan for stability and security operations would give way to full-spectrum combat operations for Marines and soldiers in Iraq and not exclusively in the I MEF zone.

#### *General Mattis Urged His Division Onward*

Demonstrate respect to the Iraqi people, especially when you don't feel like it. As the mission continues, we will experience setbacks and frustrations. In many cases our efforts will seem unappreciated by those we are trying the hardest to help. It is then that small unit leaders step up and are counted. Keep your soldiers, sailors and Marines focused on the mission and resistant to adversarial relationships with the Iraqi people . . . We obey the Geneva Convention even while the enemy does not. We will destroy the enemy without losing our humanity.

## Chapter 4

# The First Al-Fallujah Battle and Its Aftermath

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The offensive actions carried out by Regimental Combat Team 1 on 25–27 March succeeded in sending a message to the people of al-Fallujah that the Marines were there to stay. While setting back the civil affairs process in the city, Marines felt they were effectively dealing with the situation.

As noted, the 1st Marine Division had developed a measured, phased approach to stabilizing the al-Anbar region that combined kinetic operations, information operations, and civil affairs actions to show the residents of Fallujah both the carrot and the stick. This planning was described in a division order prepared for the regimental combat team called Fallujah Opening Gambit. Despite these and other measures, however, events in the city forced the division to confront a range of new circumstances and unanticipated challenges.

### *Operation Vigilant Resolve (3–30 April 2004)*

On 31 March 2004 insurgents ambushed four armed security contractors from the firm Blackwater USA. The Americans died amid a volley of hand grenades. A mob gathered, desecrated the bodies, set them afire, and hung two of them from the nearby Old Bridge spanning the Euphrates River. World media broadcast the hanging bodies, and the American and western public saw shocking footage of charred and almost unrecognizable bodies as residents of the city cheered and danced. Less known was the cooperation of local Iraqis who helped the Marines of 2d Battalion, 1st Marines, recover the remains of three victims that night and the fourth the following day.

After a series of conferences with the White House and the Secretary of Defense, Lieutenant General Ricardo S. Sanchez, commander of Combined Joint Task Force 7, directed the Marines to undertake immediate military action. On 1 April 2004, Sanchez's deputy director of operations, Army Brigadier General Mark Kimmitt, promised an "overwhelming" response to the Blackwater deaths, stating that "we will pacify that city." In the midst of calls for vengeance including options of destroying what little critical infrastructure remained in the city, both I Marine Expeditionary Force commander, Lieutenant General

James T. Conway, and 1st Marine Division commander, Major General James N. Mattis, cautioned against rash action. In the division's daily report, General Mattis' assistant division commander, Brigadier General John F. Kelly, strove to temper the call for immediate offensive action:

As we review the actions in Fallujah yesterday, the murder of four private security personnel in the most brutal way, we are convinced that this act was spontaneous mob action. Under the wrong circumstances this could have taken place in any city in Iraq. We must avoid the temptation to strike out in retribution. In the only 10 days we have been here we have engaged the "good" and the bad in Fallujah everyday, and have casualties to show for our efforts. We must remember that the citizens and officials of Fallujah were already gathering up and delivering what was left of three victims before asked to do so, and continue in their efforts to collect up what they can of the dismembered remnants of the fourth. We have a well thought out campaign plan that considers the Fallujah problem across its very complicated spectrum. This plan most certainly includes kinetic action, but going overly kinetic at this juncture plays into the hands of the opposition in exactly the way they assume we will. This is why they shoot and throw hand grenades out of crowds, to bait us into overreaction. The insurgents did not plan this crime, it dropped into their lap. We should not fall victim to their hopes for a vengeful response. To react to this provocation, as heinous as it is, will likely negate the efforts the 82d ABD paid for in blood, and complicate our campaign plan which we have not yet been given the opportunity to implement. Counterinsurgency forces have learned many times in the past that the desire to demonstrate force and resolve has long term and generally negative implications, and destabilize rather than stabilize the environment.

Sanchez' headquarters ordered immediate offensive action to re-establish freedom of maneuver in





Photo by 1st Lt Esteban Vickers, DVIDS, VIRIN 080410-M-2385J-003

*On 31 March 2004, four Blackwater USA civilian contractors were ambushed and killed by insurgent forces in Fallujah. Their bodies were burned and mutilated and two were hung from this bridge (pictured here in 2008).*

Fallujah on 1 April. At I MEF headquarters, General Conway directed General Mattis to establish 12 checkpoints around the city using local Iraqi Civil Defense Corps and police personnel to prevent any movement into or out of the city by younger males. Iraqi paramilitary personnel, at this time still considered to be reliable, manned seven of the checkpoints positioned as inner cordons, and Marines of Lieutenant Colonel Gregg P. Olson's 2d Battalion, 1st Marines, and Lieutenant Colonel Brennan T. Byrne's 1st Battalion, 5th Marines, set up five outer checkpoints to complete the ring around the city. As this was occurring, the two Marine battalions began moving significant combat power to the northeast corner of the city, near the Jolan District.

On 3 April, General Sanchez issued his order for Operation Vigilant Resolve. The mission aimed to deny insurgents sanctuary in Fallujah and to arrest those responsible for the Blackwater killings. The two Marine battalions moved into positions around the eastern and northern portion of Fallujah to seal

the outer cordon of the city. The Marine and Iraqi positions continued to be fired upon and the friendly Iraqis soon fled. The Iraqi 36th Commando Battalion was subsequently dispatched to replace the fleeing Iraqi forces. A specially trained unit augmented and mentored by the U.S. Army's Special Forces to fight alongside American troops, the commandos would acquit themselves well in combat during the weeks ahead.

In his commander's comments of 3 April, General Mattis raised the difficulties of conducting offensive operations in Fallujah:

My intent is to then enter the city from two directions, which will draw fire from guerillas and put us in a position to exploit our own well considered and conditions-based operation. There are over 250,000 inhabitants in the city, the vast majority of whom have no particular love for the Coalition, but are also not insurgents. From a moral, ethical, legal, and military



perspective, we will fight smart: We do not have to be loved at the end of the day, this is a goal that is no longer achievable in Fallujah, but we must avoid turning more young men into terrorists. We will also avoid doing what the insurgents, terrorists, and foreign fighters, and “Arab Street” all expect, and that is the thoughtless application of excessive force as if to strike out in retribution for the murders.

General Mattis and his division staff planned decisive operations to bring Fallujah under control while simultaneously maintaining the counterinsurgency operations in nearby Ramadi and the rest of al-Anbar and north Babil Provinces to prevent conceding any advantage to the insurgents.

His orders called for a four-phase operation to be implemented by Colonel John A. Toolan’s Regimental Combat Team 1. In Phase I, the regiment would begin sustained operations in Fallujah beginning 0100 on 5 April with a tight cordon of the city using two battalion-sized task forces in blocking positions and traffic control points on all motorized avenues

of approach. This stage included raids against high value targets and the photography shop that printed the murder photos. Phase II entailed continuous raids against targets inside the city from firm bases established within northern and southern Fallujah. Messages concerning the operation would be broadcast informing citizens of measures necessary to protect themselves and families from harm and thanking the local population for their cooperation and for information leading to the death or capture of insurgent forces. In Phases III and IV, Regimental Combat Team 1 would, at the moment of the commander’s choosing, attack and seize various hostile sectors in the city, integrating and eventually turning operations over to Iraqi security forces.

Colonel Toolan ordered his two battalions, the regiment’s supporting tank company, assault amphibian company, and its artillery battery into their battle positions in the early morning hours of 5 April. The 1st Reconnaissance Battalion swept to the north and east of the city to target insurgents seeking to fire mortar rounds and rockets into Marine positions. Company D, 1st Light Armored Reconnaissance Bat-

*Col John A. Toolan (left), commander of Regimental Combat Team 1, and 3d Battalion, 1st Marines, commander LtCol Willard Buhl, discuss progress made by their forces during Operation Vigilant Resolve.*

Photo by LCpl Jordan F. Sherwood, Defense Imagery, VIRIN 040813-M-0706S-030





Photo by MSgt Howard J. Farrell, Defense Imagery VIRIN: 040405-M-0049F-002

*A Marine M1A1 Abrams main battle tank blocks access into Fallujah to isolate insurgent forces operating inside the city during Operation Vigilant Resolve.*

talion, moved north to cover Highway E1. Marines of Company B, 1st Combat Engineer Battalion, and Navy Mobile Construction Battalion 74 constructed a berm around southern Fallujah, further isolating the battle area.

As Captain Kyle Stoddard's Company F, 2d Battalion, 1st Marines, occupied its position, insurgents engaged his 2d Platoon and combat engineer detachment with RPG-type rocket launchers and small-arms fire. An Air Force AC-130 gunship arrived

on station and coordinated with the battalion for fire support. When the AC-130 had stopped firing, the Jolan District lay ablaze, and the enemy threat had disappeared.

With 2d Battalion, 2d Marines, blocking any escape to the south of Fallujah, the assault of the city commenced on 6 April with 2d Battalion, 1st Marines, attacking the Jolan District in the city's northwest corner while 1st Battalion, 5th Marines, attacked west from its positions south of the cloverleaf connecting

*Marines from 2d Battalion, 1st Marines, set up a perimeter in the streets of Fallujah during Operation Vigilant Resolve.*

Photo by LCpl Kenneth E. Madden III, Defense Imagery VIRIN: 040405-M-5505M-042







Photo by GSgt Chago Zapata, Defense Imagery, VIRIN: 040812-M-0095Z-074  
*An Iraqi soldier of the 36th Commando Battalion, Iraqi Special Operations Forces Brigade, waits to participate in a joint operation in Najaf Province in August 2004. The battalion was one of the few Iraqi units to not desert during Operation Vigilant Resolve, and elements of the force fought alongside 2d Battalion, 1st Marines, in Fallujah's Jolan District.*

Highways E1 to 10 into the industrial Sin'a District. General Mattis planned to pinch the insurgents from two directions, adding a steadily increasing pressure. The fighting in late March had determined that the enemy lacked the resolve and the fighting skill to stop advancing Marine rifle units. A progressive advance into the city would exploit insurgent weaknesses and lead to their wholesale collapse.

As Marines entered the city, Colonel Toolan's estimation of the enemy's posture proved consistent with his expectations. The moves from north and southeast into the city each night drew immediate fire from insurgents, revealing their locations, and thus allowing the Marines to destroy them. The Marine battalions attempted to integrate Iraqi Civil Defense Corps troops into the blocking positions and new Iraqi Army units into Marine battalions as rapidly

as possible. Marine commanders, Coalition authority representatives, and civil affairs officers advised the civil, tribal, and religious leaders about the situation. These locals predicted dire consequences if the Coalition continued to move into the city. But the Coalition's response to the city's leaders was that their predictions lacked credibility and that they bore major responsibility for the present conditions in Fallujah. The information operation campaign used public service announcements, handbills, and notifications to the mayor, city council, sheiks, and police. These announcements stated that a curfew would be imposed and enforced between 1900–0600.

As operations proceeded, General Mattis signaled his concern about I MEF's southern boundary because a revolt in Baghdad led by Shi'a cleric Moqtadre al-Sadr threatened I MEF's communications to the south and east. Elements of al-Sadr's militia (also termed the Mahdi Army) moved astride the Euphrates near al-Musayyib on the Karbala-Baghdad highway. Iraqi police managed to restore order, but the uprising remained a serious portent of the future.

By 6 April, the inadequacy of Iraqi paramilitary forces could no longer be denied. Most of the 2,000 Iraqi soldiers and police theoretically deployed to support the 1st Marine Division had deserted as soon as, or even before, the fighting began. The 2d Battalion, New Iraqi Army, for instance, took fire while convoying from Baghdad on 5 April and refused to go into action with some 38 percent of its forces disappearing at once. Many of these Iraqi soldiers reportedly entered insurgent ranks. Only the 36th Iraqi Commando Battalion/Iraqi National Guard Battalion (400 troops with 17 U.S. Special Forces advisors) stayed the course, working alongside 2d Battalion, 1st Marines, in Jolan. The 506th Battalion of the Civil Defense Corps proved unsteady but useful at manning exterior checkpoints, but no other Iraqi soldiers served in this action. The Civil Defense Corps' 505th Battalion, for instance, never reported for operations.

On 6 April, General Mattis decided to order in an infantry battalion from Regimental Combat Team 7. At the same time, he expressed frustration with the Iraqi security force program:

A primary goal of our planning to date has been to "put an Iraqi face" on security functions as quickly as possible. With three weeks on the ground, reporting and experience has indicated that all Iraqi civil security organizations—police, Iraqi Civil Defense Corps and border force—are generally riddled with corruption, a lack of will, and are widely infiltrated by anti-

Coalition agents. In one case we have reporting that an entire unit located in Fallujah has deserted and gone over to the insurgent side. Their treachery has certainly cost us killed and wounded.

There are a number of explanations for this turn of events, not the least of which is that until now the forces have been little more than a jobs program. We are only now asking them to man their posts, to step up and be counted, and it would seem many are either voting with their feet—or their allegiance.

Starting on 7 April, Regimental Combat Team 1 attacked continuously for 48 hours, killing and routing those insurgents who had stayed to fight. Fighting at times was at close range, no more than 25 meters at best. The Marines continued to push. The 1st Battalion, 5th Marines, moved through the southeastern district sectors of the city proper and controlled 1,500 meters of Highway 10 west of the cloverleaf. The 2d Battalion, 1st Marines, continued attacking in its corner of the city, expanding to the south and west. A mosque gave special resistance to 1st Battalion, 5th Marines, with small arms and rocket-launcher (RPG) fire, leading to a coordinated assault to seize it, killing one insurgent and taking three prisoner. Route E1 remained open for Coalition traffic to the north of the city. Late on 7 April, the reinforcing battalion from Regimental Combat Team 7, the 3d Battalion, 4th Marines, began to move from al-Asad Air Base to Fal-

lujah, where it would join Regimental Combat Team 1 for the fight by the following afternoon.

Marines fought in full-scale urban combat for almost six days for the first time since 2003. The insurgents proved to be an adaptive force, using small three- to five-man teams, shoot-and-run tactics, and sniper fire revealing some skill. They also used indiscriminate mortar, artillery rocket, and handheld rocket-launcher fire at a safe distance from Marine positions. They displayed organized battle order and command and control using cellular phones, pigeons, and visual signals. Cached weapons and equipment in numerous locations throughout the city allowed them freedom of maneuver.

Marines saw numerous cases of civilian observers cueing insurgents to their movements, thus exploiting the rules of engagement under which Coalition troops fought. In any case, after Marines achieved superior firepower, insurgents retreated and attempted to blend with the civilian populace, allowing them to fight another day.

Supporting arms proved essential even when Marines engaged in close quarters combat. Lieutenant Colonel Olson characterized it by stating that “wave after wave of close air support aircraft: Air Force F-16C, and AC-130, Marine AH-1W Cobras and UH-1N handled the mission load.” Throughout the entire month of April, Captain Brad S. Pennella’s Battery A, 1st Battalion, 11th Marines, shot 30 counter-fire missions against insurgent mortar and artillery rocket positions, and fired 14 missions to support the infantry.

*Marines of 2d Battalion, 1st Marines, patrol the streets of Fallujah during Operation Vigilant Resolve in April 2004.*

Photo by LCpl Kenneth E. Madden III, Defense Imagery, VIRIN: 040405-M-5505M-041







Photo by A1C Alicia M. Sarkkinen, USAF, Defense Imagery VIRIN 031125-F-7392S-030

*Under pressure from the Iraqi Governing Council and the Coalition Provisional Authority, the head of U.S. Forces Central Command, Army General John P. Abizaid, (center), ordered a suspension of offensive operations in Fallujah on 9 April 2004.*

In addition, Company C, 1st Tank Battalion (Captain Michael D. Skaggs), attached a platoon to each infantry battalion in direct support. Repeatedly, under steady RPG and small arms fire, the M1A1 tanks rolled into enemy territory and demolished enemy personnel and equipment.

Combat in Fallujah demonstrated many unusual characteristics. Outside of the city's industrial Sina'a District, residential buildings make up most of its more than 50,000 buildings. The brick or concrete homes typically are one or two stories high with flat roofs, enclosed courtyards, and perimeter walls. While some neighborhoods have a normal grid pattern, the Jolan District revealed twisted alleyways and jumbled streets, repeated to an extent in the industrial southeast.

The narrow streets and walled enclosures channeled attacking Marine rifle squads, but the enemy engaged in little street fighting, preferring to hole up and fight from ambush inside the houses themselves. By doing so, they avoided exposure to Marines placed in overwatch, observation, and sniper positions. The walls of the typical house resisted grenade

fragments, requiring each room to be cleared individually.

The windows typically were barred; doors, gates, and even internal barricades were reinforced, making some houses miniature forts, requiring multiple shots of multipurpose assault weapons, rockets, and tank guns to breach or reduce.

The houses offered multiple entry and exit points at the front, kitchen, side, or rear, enabling insurgents to move easily through the residential areas. Their tactics frequently relied upon arms caches in many houses, enabling them to move unarmed between them in the guise of innocent civilians and then set up ambushes. After they were inside, Marines usually found the same layout: the front door opened to a small entryway with twin doors leading into two sitting rooms. Beyond these one encountered interior doors opening to the central hallway, where all first floor rooms led. In that hallway stood the typical stairwell to the second floor, containing more rooms and an exterior stairwell to the rooftop.

The increased security focus and operational tempo in the division's zone fostered an additional

operational planning effort to develop preliminary operations in and around Fallujah to support the main effort. The intelligence analysis identified three key cities harboring and supporting enemy activities: Saqlawiyah, Karmah, and Jurf as-Sakhr. The staff made plans for combined operations in these cities. With Colonel Toolan and his staff focused on Fallujah, General Mattis activated the division's alternate command group "Bravo." Led by 1st Marine Division assistant commander, General Kelly, "Division Bravo" moved to north Babil Province and assumed command of the two infantry battalions there. These would play a key role in establishing a secure environment for the ongoing Arba'een pilgrimage, which brought hundreds of thousands of Shi'a faithful into Karbala. Some operational planning teamwork later occurred to conduct a relief in place by the Army's 1st Armored Division, which was by then beginning to engage in operations to the south of Baghdad.

As Marines poised and repositioned for further operations on 9 April, orders arrived from General Sanchez to cease all offensive operations in Fallujah. L. Paul Bremer III and the Coalition Provisional Authority had prevailed upon General Abizaid, head of Central Command, to order a cease-fire at the behest

of the Iraqi Governing Council (IGC) in Baghdad. The halt was to allow IGC council representatives the opportunity to negotiate the enemy's surrender. Politics brought Regimental Combat Team 1's momentum to a stop. Marines received the order to cease offensive operations with some disbelief.

The insurgents' use of information warfare played a role in the cessation of operations. Although the Marines of Regimental Combat Team 1 were achieving considerable gains, the insurgency was able to effectively employ the media to stir up opposition to the Coalition campaign. In addition to the insurgents' surprising mobility and strength, the insurgents displayed an excellent grasp of information operations. Their propaganda reached television and radio stations, appeared on the Internet, and spread through the streets by word of mouth. Some groups distributed fliers and videos alleging Coalition atrocities and insurgent successes. Arab satellite news programming, especially the ubiquitous Al Jazeera, highlighted the "excessive force" of the Marines and soldiers of 1st Marine Division, making allusions to the Israeli actions in Palestine as further denunciation. With no western press embedded with I MEF forces and the streets too dangerous for independ-

*Although the combat operations in Fallujah garnered the most attention in April 2004, intense fighting also took place in al-Anbar's capital, Ramadi (pictured here in 2008), during the same month.*

Photo by Cpl Jeremy M. Giacomini, Defense Imagery VIRIN: 080423-M-6668G-022







Photo by SSgt D. Myles Cullen, USAF, Defense Imagery, VIRIN: 040628-F-0193C-009

*While the transfer of sovereignty from the Coalition Provisional Authority to the Iraqi Interim Government on 28 June 2004 occurred ahead of schedule, the country was far from stable or secure. U.S. Ambassador to Iraq, L. Paul Bremer III, was photographed shortly before departing Iraq after the transfer.*

ent reporting, the media battlefield fell to the insurgents.

The Iraqi Governing Council caved in to pressures within and without its chambers. Three of its members resigned in protest, and five others threatened the same. Bremer met with the Council on 8 April and received the opinions of the Sunni members that Operation Vigilant Resolve amounted to “collective punishment” and that even more massive demonstrations of resistance and opposition were in the offing.

Bremer was already under pressure to deal with the al-Sadr revolt, and the British had criticized him for his heavy-handed approach in Fallujah. He also knew that the Abu Ghraib Prison scandals were about to become public knowledge. Thus, he probably decided to cut his losses. For him, the larger objective of returning sovereignty to the Iraqis by 30 June likely took precedence.

An uncertain siege continued for three weeks. On 8 April 2004 the newly arrived 3d Battalion, 4th Marines, launched an attack from Fallujah’s northeast, oriented southwest. As it took up the main effort, the other two battalions continued to reduce insurgent pockets of resistance. The enemy fired rockets and mortars from the city center but had by then lost all of its initial defensive positions. Not surprising to the Marine Corps battalions, the insurgents remaining

within the city limits tried to use the cease-fire to their advantage. Colonel Toolan tightened the cordon on the city to prevent the insurgents from withdrawing from the city and to block reinforcements. The 36th Iraqi Commando Battalion continued to fight alongside the Marines, distinguishing itself as the sole Iraqi unit to prove itself in combat. Meanwhile, the Iraqi 505th Battalion manned checkpoints under supervision on the outskirts of the city.

Captain Jason E. Smith led his Company B, 1st Battalion, 5th Marines, through some of the heaviest fighting in the industrial area during the formal offensive operation. He returned to the offensive again on 13 April. The insurgents surrounded the attached 3d Platoon, Company A, which lost an assault amphibious vehicle and took several casualties. Leading the rescue effort, Smith guided his convoy toward the smoke of the burning vehicle and then dismounted, racing to the first vehicles to lead his Marines to the trapped platoon. With total disregard for enemy fire, he coordinated attacks on the insurgents. Organizing a defensive perimeter and evacuating casualties, he supervised the recovery of the disabled tracked vehicle and coordinated the withdrawal as part of the rear guard.

Following the cease-fire, representatives from I MEF, the Coalition authority, and Iraqi organizations began to negotiate with the insurgents, but little



Photo by Sgt Paul L. Anstine II, Defense Imagery VIRIN 040314-M-5150A-024

*In April 2004, units from Colonel Craig A. Tucker's Regimental Combat Team 7 were sent to Area of Operations Raleigh to relieve Regimental Combat Team 1 at Fallujah.*

progress was made. Marines had to defend themselves from repeated insurgent cease-fire violations. On 25 April, both General Conway and General Mattis met with former Iraqi Army generals to discuss the possible formation of a military unit in Fallujah. The negotiations produced the Fallujah Brigade, which gained the quick approval of the military chain of command. By 28 April the Fallujah Brigade had begun assembling and on the 30th, a turnover led to the phased withdrawal of the 1st Marine Division from Fallujah. While Bremer protested the creation of the brigade, even more serious problems emerged by the end of April that overshadowed his misgivings. For General Conway, the unusual negotiating opportunity allowed at least a bad solution to an insoluble dilemma because the 1st Marine Division no longer had authority to continue the assault and to clear the city, and it lacked the manpower and other resources to manage a prolonged siege.

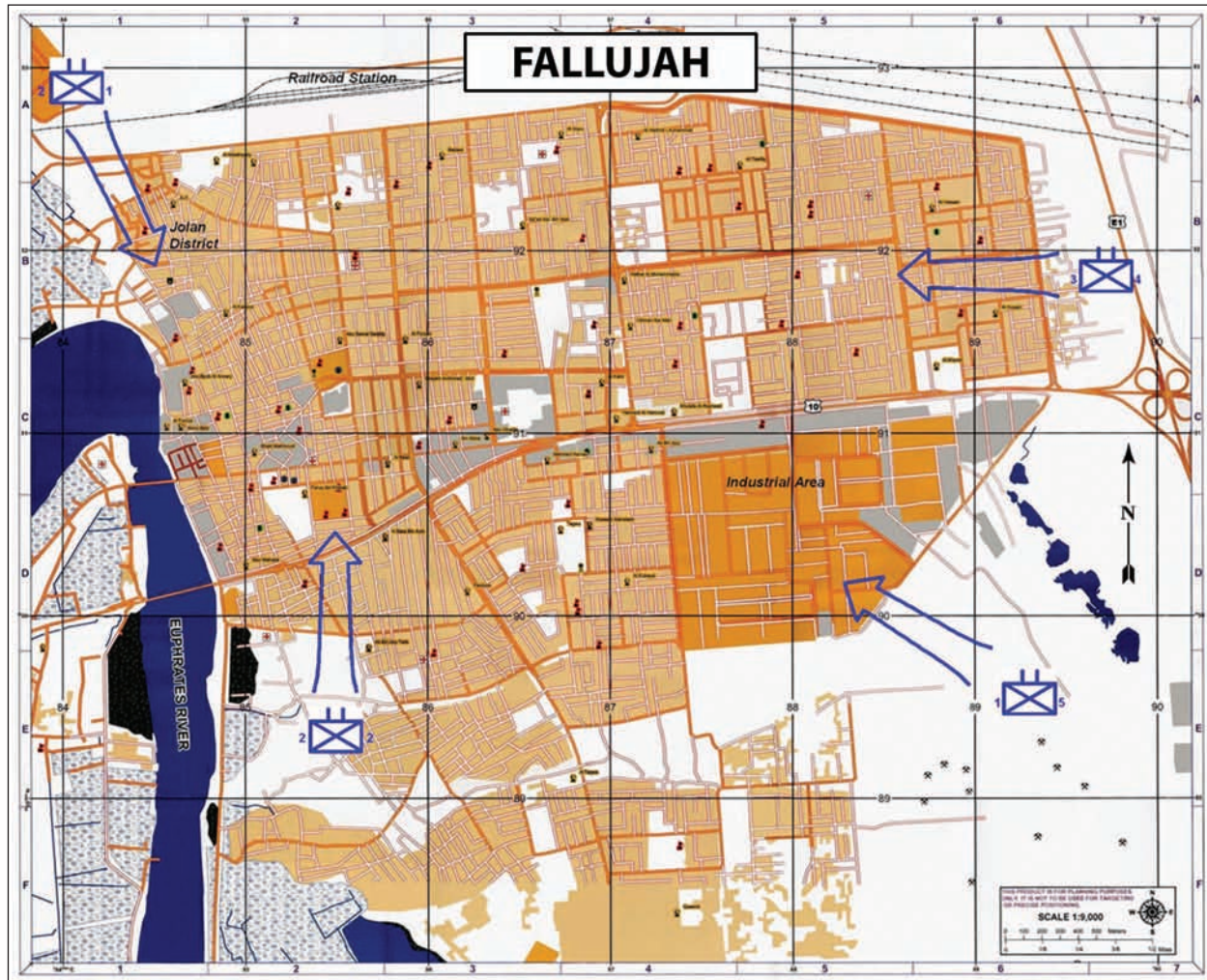
#### *Insurgency in Al-Anbar Province April 2004*

The 1st Marine Division fought its first battle for Fallujah well but with considerable political interference. The ensuing days saw a widespread rise in violence and opposition to occupying forces, in some

instances reflecting the rising temperatures and the public's frustration with the squalid conditions in the city. In other cases, violence was planned by anti-Coalition factions and insurgents. In al-Anbar Province, insurgent groups rallied to support their brethren remaining behind in the city, spurred by the Fallujah insurgent and foreign fighter leaders who escaped in the first days of April. But another crisis overshadowed the difficulties of soldiers and Marines in that province, one with considerable political impact.

The relatively young but influential Moqtadre al-Sadr, scion of a Shi'a clerical dynasty, enjoyed increasing power and popularity after the overthrow of Saddam Hussein's regime. Having served as a symbol of Shi'a resistance to the former regime, he continued as a resistance leader by opposing the U.S. and Coalition occupation of Iraq. In 2003 he formed a militia, which became known variously as the Sadr Militia or the Mahdi Army, and announced a shadow Shi'a government in al-Kufah, where he intended to establish government ministries. Al-Sadr continued to pose obstacles to the Coalition Provisional Authority's plans for a transition to Iraqi self-rule via the Governing Council, and on 5 April 2004, Coalition authorities closed his newspaper and called for the leader's ar-





2d Topographic Platoon Map, Adapted by History Division

*Operation Vigilant Resolve, April 2004.*

rest on various charges. At the same time, thousands of Iraqis in Baghdad (he was the de facto ruler of the Sadr City section of Baghdad) and the Shi'a cities of al-Kut, Karbala, ad-Diwaniyah and an-Najaf took to the streets to support al-Sadr, while his militia seized government buildings and police stations in a major uprising and challenge to the Coalition Provisional Authority.

For the first time in a year, cannon and gun fire resounded through the streets of the city. The 1st Armored Division halted its redeployment movements on 6 April, having turned over the garrison mission to the 1st Cavalry Division. General Sanchez issued orders to the 1st Armored Division to deploy combat units south of Baghdad with warnings of further actions to come. He ordered Operation Rolute Sword on 7 April against the Mahdi Army:

The Mahdi Army is declared to be a hostile

*To provide better leadership over the Iraq War, the Combined Joint Task Force 7 was replaced by the Multi National Force–Iraq and the Multi National Corps–Iraq in the summer of 2004. In July 2004, Army LtGen Ricardo S. Sanchez was relieved as senior commander in Iraq by Army Gen George W. Casey Jr. (shown below testifying before Congress in 2005).*

Photo by TSgt Myles D. Cullen, USAF, Defense Imagery VIRIN: 050623-F-0193C-022





Photo by Cpl Matthew S. Richards, Defense Imagery, VIRIN: 040812-M-4358R-052

*Marines from the 11th Marine Expeditionary Unit participate in a joint raid with Iraqi Security Forces against the forces of Moqtada al-Sadr in an-Najaf, August 2004.*

force; Coalition forces are authorized to engage and destroy the Mahdi Army based solely upon their status as members of the Mahdi Army. There is no requirement for members of Mahdi Army to commit a hostile act or demonstrate hostile intent before they can be engaged. Muqtada al-Sadr is the leader of Mahdi Army. Positive identification of Mahdi Army targets must be acquired prior to engagement.

With the dispatch of 3d Battalion, 4th Marines, to Regimental Combat Team 1 in support of Operation Vigilant Resolve, General Mattis sensed that the division had reached the end of its resources. Yet he suspected that an emerging danger to the east and south remained with the al Sadr revolt; he wrote on 8 April:

The current tempo and widespread enemy surge across our operations area has this division stretched. We are moving aggressively against the enemy across our zone but there are enemy forces operating in areas where we have no forces and the Iraqi security forces are impotent. We lack sufficient forces to fully address the enemy in the area north of Camp Fallujah (vicinity of al Karma), Jurf al Sukr, Northern Babil and the rocket belt south of Fallujah and Abu Ghraib prison. We will address those enemies once we free up forces so we can destroy their sanctuaries. Additional forces to command

and control the Northern Babil fight, a regiment headquarters, a tank company (personnel only), and one USMC infantry battalion have been requested by separate correspondence.

In northern Babil Province, two U.S. battalions under the 1st Marine Division sought to maintain the flux of events between the Fallujah and al-Sadr uprisings. The U.S. Army's 1st Battalion, 32d Infantry, focused on securing routes for the Arba'een pilgrimage of the Shi'a. This required ambushing insurgents setting explosive devices, mounting patrols along routes in the zone, and supporting the traffic control points manned by the Iraqi Civil Defense Corps. When feasible, patrols of 1st Reconnaissance Battalion moved in from its usual areas south of Fallujah to counter insurgent indirect fire and booby trap teams.

While escorting a convoy into al-Anbar Province, the reconnaissance battalion's 2d Platoon, Company B, ran into a well-concealed and fortified position southwest of Fallujah. When Captain Brent L. Morel, the platoon commander, saw his lead vehicle smashed by a rocket, he ordered his other two vehicles to flank the insurgent position. As insurgent mortar and machine gun fire increased, Captain Morel led an assault across an open field and up a ten-foot berm into firing positions from which the reconnaissance Marines eliminated 10 insurgents at close range and forced the others to flee. Continuing the assault against the other insurgents who continued to pin



down the convoy, Captain Morel received a fatal burst of automatic weapons fire. Leadership fell to team leader Sergeant Willie L. Copeland III, who continued the assault by fire with his five Marines while shielding and attempting to save the life of his captain. Under the cover of hand grenades, they withdrew to safety with Morel's body. In the same action, Sergeant Lendro F. Baptista led his three-man team against more insurgent positions, single-handedly killing four of them at close range while directing fire against several others. He then personally covered the withdrawal of the team to safety with his own firing.

In Area of Operations Topeka, the soldiers and Marines with the Army's 1st Brigade, 1st Infantry Division, fought feverishly against insurgents rallying to support the fighting in Fallujah. Fighting in Ramadi reached a new level of intensity, with 6 April being the worst day, when 12 Marines of 2d Battalion, 4th Marines, died in an urban firefight against insurgents operating in small groups that initially attacked the government center. The battalion succeeded in defending the government buildings, assisting in extracting Coalition authority officials, and pushing the attackers into the eastern side of the city.

At 1048 on 6 April, Company G received small arms and RPG fire in the al-Malaab District. The patrol, pursuing the attackers, cordoned off the buildings in the area, when small arms fire erupted. Two

squads engaged the enemy, and the battalion sent its quick reaction force. At approximately 1145, Company G received more fire and at 1205 was pinned down in a house. The quick reaction force moved to the area in support but was engaged by insurgent forces as well, one block east of Company G. Captain Christopher J. Bronzi, the company commander, led his Marines in the ensuing 24 hours of action, personally destroying several enemy fighting positions and repeatedly exposing himself to small arms and grenades. At one point on the sixth, he led a fire team into a fire-swept street to recover the body of a fallen Marine.

At this time the battalion received notice from 1st Marine Division that three mosques in the area had called for "jihad." At approximately 1330 an explosive device was reported in Company E's sector, on the eastern outskirts of the city, and while cordoning off the area the company received small arms fire. At approximately the same time just to the east, one of the battalion's sniper teams set up near the Euphrates River was attacked by 12 to 15 men. At approximately 1400, a Company E patrol was ambushed. A quick reaction force was dispatched to reinforce the patrol when it engaged with the enemy still further to the east of the city. Two Humvees were hit, and its platoon commander was critically wounded. Under heavy machine gun and rocket fire, squad leader Corporal Eric M. Smith assumed command of the pla-

*A number of captured weapons and munitions found and seized by Marines during vehicle inspections conducted throughout an-Najaf Province were displayed before being destroyed in August 2004.*

Defense Imagery, VIRIN: 040821-M-555Z-001





toon and led the Marines 50 meters across open ground, where they set up in a few fighting holes placed along Route 10. Smith then ran back across the field to evacuate his platoon commander and the platoon's weapons. Employing machine guns from the platoon's seven-ton truck, Smith led a counterattack against the insurgent force and relieved another squad that had been pinned down. When an Army mechanized infantry platoon arrived, Corporal Smith coordinated the evacuation of casualties and withdrew the platoon to the company command post.

The battalion determined that fighters came into Ramadi on motorcycles and in pickup trucks, met at a central location (likely the soccer field), and informed the town's people that they were going to attack U.S. forces that day. On the spot interrogation revealed that the insurgents forced residents out of their homes as the fighters prepared to engage the Americans. When the fighting subsided, the insurgents made a planned withdrawal on motorcycles and possibly in boats on the Euphrates back to their base camps.

The launching of Operation Vigilant Resolve ignited festering insurgent cells that had planned incursions of these types. Having stirred up a hornet's nest across al-Anbar Province, the Coalition forces found themselves extended beyond tolerable limits. The insurgents established ambushes, roadblocks, emplaced explosive devices, and fired all kinds of weapons indirectly at Coalition forces. As part of their efforts to cut lines of communications, they moved against key bridges, including the Tharthar Bridge over the canal of the same name.

These were dark hours for the U.S. and Coalition position in Iraq, and the political-military direction of the campaign to clear Fallujah of insurgents demonstrated considerable weakness and discord. As planned, the "transfer of sovereignty" between the Coalition Provincial Authority and Iraq did occur on 28 June 2004. Bremer had advanced it two days ahead of schedule to forestall further difficulties, and he departed Iraq minutes after the ceremony. With the establishment of Iraqi sovereignty, the U.S. led Coalition Provisional Authority dissolved itself and legal authority devolved upon the appointed Iraqi Interim Government. The United States and Coalition forces continued to operate under the "all necessary measures" language of the U.N. Security Council resolutions that identified the state of conflict existing in Iraq and the need for the multinational force to conduct operations and to detain individuals to help establish a secure environment.

In wake of the First Battle of Fallujah and the par-

allel al-Sadr rising in April, the transition to Iraqi sovereignty on 28 June 2004 took on a rather hollow ceremonial character. The equally symbolic raising of the American flag over the new U.S. Embassy in Baghdad by Marines, marking the first time the American flag had flown there in 13 years, did herald some significant changes in U.S. policies and plans for the future. But the idea of sovereignty had little meaning in Iraqi streets. Still ahead lay several months of fighting and many casualties to restore a semblance of order in Iraq. The lessons were hard, but Marines knew from the moment the battle was terminated on 30 April that they would need to return to Fallujah. Nominally, I MEF reported 27 U.S. killed in action and more than 90 wounded in the first Battle of Fallujah, but Army and Marine Corps casualties, in related incidents in Ramadi and the area surrounding Fallujah, were just beginning to show the extent of their losses. In April, the 1st Marine Division alone suffered 48 Marines, two soldiers, and one Navy corpsman killed in action, and the wounded in action totaled 412 Marines, 43 soldiers, and 21 sailors. Little information exists on casualties for the few Iraqi forces fighting with the Coalition. Enemy losses can never be known, but are estimated by some intelligence sources as 800 Iraqis killed, which undoubtedly included noncombatants.

### *Regimental Combat Team 7's Counterstrike in Operation Ripper Sweep (14 April–1 May 2004)*

Thwarted in their efforts to eradicate the insurgents from Fallujah, General Conway and General Mattis turned to the many instances of insurgency in the surrounding areas of the province. The Army's 1st Brigade, 1st Infantry Division, worked unceasingly to maintain a semblance of order in Ramadi, using the full panoply of raids, cordons, and various types of patrolling and ambush actions. In the western areas of the province, Regimental Combat Team 7 continued to interdict insurgent transportation routes while also raiding suspected insurgent cells across the Euphrates valley between al-Qaim and Rawah.

Beginning on 10 April, General Mattis' staff began to work with Colonel Craig A. Tucker's Regimental Combat Team 7 to develop a plan to move a key part of the regiment into Area of Operations Raleigh. It would relieve Regimental Combat Team 1 of its responsibilities outside Fallujah and deal with the incipient insurgent activity in the towns and countryside surrounding that city. Tucker had his staff devise a plan to free sufficient combat power

from the camps and duties in western al-Anbar Province and to move it with the regimental tactical command post to positions in its eastern areas.

The resulting plan juggled the missions of I MEF's many units. The 3d Marine Aircraft Wing would have to assume responsibility for security of Camp Korean Village to free the 1st Light Armored Reconnaissance Battalion, which was leaving the border crossings Trebil and Wallid uncovered (the crossings remained closed for most of the month during the Fallujah crisis). The Azerbaijani company stationed at Camp Haditha Dam would be reinforced with only a detachment from 3d Battalion, 4th Marines, and a small craft company. The Taqaddum security battalion, 3d Battalion, 24th Marines, replaced 2d Battalion, 7th Marines, at Camp Hit. At Camp al-Qaim, only 3d Battalion, 7th Marines, remained to counter insurgents at the Syrian border zone. The Haditha Dam and Hit zone formerly occupied by 2d Battalion, 7th Marines, was covered by Task Force Walsh (Major Bennett W. Walsh—who commanded the 1st Small Craft Company) consisting of L Company, 3d Battalion, 24th Marines; Company C, 1st Combat Engineer Battalion; the 1st Small Craft Company; a platoon left by 1st Light Armored Reconnaissance Battalion; a platoon of military police; detachments of volunteers; and the Azerbaijani company. The regiment's executive officer, Lieutenant Colonel John D. Gamboa, took command of what became known as Regimental Combat Team 7 West at the main command post during the regiment's offensive foray around Fallujah. As part of this offensive, General Mattis assigned Tucker an additional mission of clearing the right bank of the Euphrates along Route 10 as far as the peninsula west of Fallujah, closed for several days because of explosive devices and ambushes.

The force taken by Colonel Tucker on this operation consisted of his tactical command group, the 2d Battalion, 7th Marines; 1st Light Armored Reconnaissance Battalion; 3d Platoon, Company C, 1st Tank Battalion (attached at the time the Fallujah battle began); Battery E, 2d Battalion, 11th Marines; and a platoon from the 1st Force Reconnaissance Company. General Mattis clarified his plan on 13 April:

The division is stretched thin with the route security mission coupled with the Fallujah cordon. These missions tie down a significant portion of our maneuver assets and the sooner we receive direction about the anticipated resolution of Fallujah negotiations, the better. While accepting a short term risk in the west permits us to move against several enemy sanc-

tuaries and dominated areas in area Raleigh, Regimental Combat Team 7 must return to the western operating area in approximately seven to ten days or we will face setbacks along the rat lines that may negate our successes further east. Limiting defensive route security missions and maintaining the cordon around Fallujah for as short a period as possible are tactical imperatives; we need to return to the offensive as rapidly as possible.

As the task force organized by Colonel Tucker began to assemble at al-Asad Air Base, the situation continued to deteriorate as the division reported on the 13th: "the two companies of effective Iraqi Civil Defense Corps from the 507th Battalion have essentially quit."

The division's order of the day for 14 April set out the mission for Regimental Combat Team 7. Colonel Tucker issued his orders for Operation Ripper Sweep which would be conducted in three initial phases:

At al-Asad: rearm, refit, refuel and rehearse in preparation for upcoming operation in support of the division's efforts at Fallujah. Depart al-Asad at 1400 on 15 April for area Raleigh. At 0600, 16 April, commence the attack astride the main routes from Taqaddum, clearing the insurgents from the southwest of Fallujah through al-Amirah. Continuing on order to clear Jurf as Sakhr, preparing for further operations in the security zone of Regimental Combat Team 1.

At 0600 on 16 April, the Ripper Sweep forces began the offensive with 1st Light Armored Reconnaissance Battalion attacking southeast where a blocking position was established to support the follow-on clearance by 2d Battalion, 7th Marines, between al-Taqaddum and Fallujah. Insurgent resistance remained minimal. The only notable contact during the clearance occurred when 1st Light Armored Reconnaissance units were engaged by small arms from a fuel truck while south of Fallujah. The Marines suspected a vehicular bomb and destroyed the truck with 25mm cannon fire, wounding both occupants, who received immediate medical evacuation. At 1300 on 18 April, 2d Battalion, 7th Marines, and 1st Light Armored Reconnaissance Battalion continued the attack into the center of al-Amiriyah town, covered overhead by Air Force F-16 Fighting Falcon fighter-bombers and Marine Corps AH-1W Cobra attack helicopters. The reaction to the Marines who entered al-Amiriyah in their armored vehicles was

warm, despite the fact that intelligence had reported the town was a sanctuary for insurgents. Colonel Tucker said of the locals' reaction to the Marines, "it was like liberating France." The picture began to develop that the "bow-wave" caused by the overwhelming offensive capability of the task force had driven insurgent elements out of the entire zone well before the Marines arrived. Among several detainees the task force captured the eighth ranking person on Regimental Combat Team 1's high value target list.

General Mattis reacted positively to the restoration of free movement from al-Taqaddum into and south of Fallujah, linking with the main surface communications to Kuwait. He ordered Regimental Combat Team 7 to continue movement as far as Jurf as Sak, linking with 2d Battalion, 2d Marines. General Kelly's Division Bravo group had extended that battalion to cover any move by al-Sadr militiamen toward the division's flank. General Mattis communicated the following:

Following Regimental Combat Team 7's actions this week, we will be driving the tempo throughout most of area Atlanta. Regimental Combat Team 7 will then return to the west and reestablish its dominance. The relief in place with 1st Armored Division in North Babil, freeing up two battalions, and the arrival of additional tank and assault amphibious vehicle companies will enable us to maintain the momentum we are now developing in the east. More importantly, we will have the forces necessary to exploit our success with persistent presence in key areas. It will soon be clear that Blue Diamond is the dominant tribe in the al-Anbar Province.

Tucker's task force spent a day at Camp al-Taqaddum and Camp Fallujah conducting maintenance and preparing to continue with Operation Ripper Sweep. At 0400 on 22 April the force took its offensive to the left bank of the Euphrates against al-Karmah, which the 3d Battalion, 4th Marines, had discovered was an insurgent base after the initial Fallujah cease-fire. Once again, 1st Light Armored Reconnaissance Battalion led the offensive, followed by 2d Battalion, 7th Marines. In a street-by-street search-and-clear operation, the two battalions again encountered no insurgents but found numerous weapons caches and 57 explosive devices. On 24 April the force moved to Camp Fallujah, while some rifle companies remained in al-Karmah and continued operations until the end of the month.

Because of actions taken by both Regimental Combat Team 1 and the Army's 1st Brigade, 1st Infantry Division, to support the Regimental Combat Team 7 task force in its attack, the al-Karmah action amounted to a division-level fight. With the exception of the two battles for Fallujah, large-scale operations of this kind were uncommon. On the 20th, the division transferred responsibility for northern Babil Province to the 1st Armored Division, which was then in the middle of its campaign against the al-Sadr uprising in the Karbala-Najaf-Kut region. The Division Bravo command group returned to the division, and the two battalions—2d Battalion, 2d Marines, and 1st Battalion, 32d Infantry—reverted to Regimental Combat Team 1 and 1st Brigade, 1st Infantry Division, respectively. The battalions were welcome reinforcements for their actions around Fallujah and Ramadi. The 2d Battalion, 2d Marines, formally relieved Tucker's Regimental Combat Team 7 of its mission at al-Karmah on 25 April. The next day, 2d Battalion, 7th Marines, moved back to Area of Operations Denver to reestablish its presence in Hit and Haditha.

Although Operation Ripper Sweep officially terminated at this point, the task force remained at Camp Fallujah until 1 May, while Colonel Tucker and his staff planned a cordon of Fallujah in anticipation of a renewed attack by Regimental Combat Team 1 to destroy remaining insurgent forces in the city. With the creation of the Fallujah Brigade, however, General Mattis put these operations on hold. On 1 May, the remaining Regimental Combat Team 7 forces departed Camp Fallujah and returned to al-Asad Air Base and Camps al-Qaim and Korean Village to resume stability and security operations there. Western al-Anbar Province had not remained quiet during the regiment's foray around Fallujah. Task Force Walsh worked hard in its economy of force mission in the Hit-Haditha zone, and the 3d Battalion, 7th Marines (the sole infantry battalion remaining in Area of Operations Denver), encountered considerable action in Husaybah and al-Qaim throughout the month.

The ambitious sweep by Regimental Combat Team 7 around Fallujah found few insurgents, but succeeded in restoring the tactical initiative to the 1st Marine Division, opening land communications routes, and scattering any insurgents who either planned ambushes or hoped to join the insurgents in Fallujah.

### *Restoring Balance in Al-Anbar Province*

The festering problem of Fallujah would not see resolution until after the U.S. forces had accom-





Photo by SSgt Demetrio J. Espinosa, Defense Imagery, VIRIN: 040909-M-2361E-008

*Marines from Company C, Battalion Landing Team, 1st Battalion, 2d Marines, 24th Marine Expeditionary Unit, conduct a cordon-and-search operation in North Babil Province in September 2004.*

plished their unit rotations in mid-2004. In April and May, reinforcements requested by General Mattis began to arrive, with Company B, 1st Tank Battalion, joining the Fallujah cordon on 25 April, and Company B, 3d Assault Amphibian Battalion, joining Regimental Combat Team 7 at al-Asad Air Base on 13 May.

At the same time the first Marine reinforcements began to arrive, a major shift occurred in the overall command of the Coalition effort in Iraq. Since the creation of the Combined Joint Task Force 7, it had become clear that the full reconstruction effort in Iraq was too large a project for what was initially a corps-sized staff. General Abizaid responded to this by placing Lieutenant General Thomas F. Metz's III Corps in charge of tactical operations and giving Combined Joint Task Force 7 commander Sanchez responsibility for strategic operations. On 15 May 2004 this division of responsibility was made official when Sanchez became the first commander of Multi National Force–Iraq. General Metz became the new commander of Multi National Corps–Iraq. The Marine Corps area of responsibility subsequently became Multi National Force–West. Less than two months later, on 1 July, Army General George W. Casey Jr. relieved General Sanchez of command of Multi National Force–Iraq, and thus became the commander of the overall Coalition effort in Iraq.

The combat forces of I MEF concentrated on security and stability operations, keeping the routes clear, and then turning to the major problem of training more reliable Iraqi security forces. The Iraqi se-

curity forces had failed to fight effectively in too many instances, not only in the I MEF sectors but also in face of the al-Sadr revolt, where more than 1,000 members of the Iraqi Civil Defense Corps at Karbala and an-Najaf had deserted. The construction of the India Base near Camp Fallujah for Iraqi forces allowed Regimental Combat Team 1 to begin training in earnest. On 5 June, it opened to the initial class of Iraqi Civil Defense Corps under the direction of the regimental operations staff. With the turnover of sovereignty from the Coalition Provisional Authority to the Iraqi Interim Government at the end of June, the Iraqi Civil Defense Corps converted to the Iraqi National Guard. In addition, the regiment undertook the training of the new Shahwani Special Forces, establishing a camp for their initial training at Camp Fallujah under the direction of Company A, 3d Assault Amphibian Vehicle Battalion. In July the 1st Marine Division convened two-week courses for National Guard officers and non-commissioned officers at Camp Ramadi, using embedded Army and Marine Corps non-commissioned officers to mentor and to train them.

In Area of Operations Raleigh, Regimental Combat Team 1 ran constant patrols of the main supply routes thanks to the help of the Army 112th Military Police Battalion. As the last of the reinforcing units from Regimental Combat Team 7 units departed Area of Operations Raleigh in early May, Colonel Toolan divided the area into three sectors. The 2d Battalion, 1st Marines, oriented its efforts to the northwest of Fallujah along Route E1 and the town of Saqlawiyah.

From Camp Abu Ghraib, the 1st Battalion, 5th Marines, were positioned north of Fallujah toward al-Karmah, and 2d Battalion, 2d Marines, established a presence to the south of Camp Fallujah at the Euphrates River. Engineers removed the Marine defensive positions in the southern and northern edges of the city, now in the hands of the Fallujah Brigade and the Iraqi National Guard. As the Marine battalions expanded their presence in the surrounding villages, they began to mount combat patrols to attack insurgents attempting ambushes, laying explosive devices, or setting up rocket or mortar attacks.

No end came to the insurgent challenges at Fallujah. On 24 June, they launched coordinated attacks on Route E1 and Traffic Control Point 1. The fighting began early in the morning and lasted throughout the day. Marines of Company G, 2d Battalion, 1st Marines, effectively defended the position with a variety of direct fire weapons and air support. Tanks fired on buildings being used as insurgent bases while a section of helicopters engaged other targets as AV-8B Harrier attack aircraft circled overhead.

A volley of handheld rockets damaged one of the AH-1W Cobra attack helicopters. Multiple Harrier sections dropped laser-guided bombs on buildings from which insurgents continued to engage the Marine positions. The fighting eventually subsided as Iraqi security forces eventually responded and established control in the area.

The opportunity to focus all of Regimental Combat Team 1's efforts on the Fallujah situation soon faded, however. The initial suppression of the al-Sadr revolt allowed the Army to resume the redeployment of 1st Armored Division back to home stations, and the responsibility for northern Babil Province once again reverted to I MEF beginning 27 June. Marines of 2d Battalion, 2d Marines, returned to their base camp at Al Mahumdiyah. The soldiers of 1st Battalion, 32d Infantry, returned to Colonel Toolan's control and to their base—Forward Operating Base Chosin—near Iskandariyah. The Regimental Combat Team 1 area of operations doubled in size. Consequently, the need for more forces, including Iraqi units, became more apparent.

In the west, Regimental Combat Team 7 reestablished its presence in the main population centers of Area of Operations Denver. Although the improvised dispositions managed to keep the Haditha-Hit zone fairly stable, the 3d Battalion, 7th Marines, fought several fierce actions in and around al-Qaim and Husaybah, the contentious border town. Insurgents tried several ambushes of Marine reconnaissance and security probes, and explosive devices detonated daily

against Marine patrols. Finally, a series of pitched fights led the battalion commander, Lieutenant Colonel Matthew A. Lopez, to personally lead a task force in a two-day assault and clearing operation of Husaybah using two of his rifle companies, the weapons company, and a detachment of 1st Force Reconnaissance Company to cordon and sweep the town. The fighting intensified, and battalion mortars and helicopter close air support added to the firepower that killed an estimated 120 insurgents amid considerable mayhem.

A newly constructed operations center greeted Regimental Combat Team 7's commander Colonel Tucker upon his return to al-Asad Air Base. On 7 May, 220 combat replacements arrived at the base for the 1st Marine Division, an indicator of the changed circumstances of occupation duty in al-Anbar Province. With the return of 3d Battalion, 4th Marines, from its duty with Regimental Combat Team 1, beginning on 13 May the regiment could begin the planning of new initiatives. From this planning emerged Operation Rawah II.

The 1st Light Armored Reconnaissance Battalion moved on 1 June into blocking positions to the north of Rawah. The 3d Battalion, 4th Marines, set up a staging area at Haditha Dam from where it planned to take its objective by road. At the same time, the battalion's L Company would be airlifted by helicopter from al-Asad Air Base. The supporting unit, 3d Battalion, 7th Marines, closed the borders and provided blocking force. Twenty-four aircraft flew in support over the small town, which had not seen Marine operations in over five weeks. An EC-130 Compass Call electronic-warfare aircraft first over flew the town to detonate explosive devices, followed by an electronic snooper Lockheed EP-3 Orion. As the light armored reconnaissance battalion units moved south toward Rawah, multiple sections of AV-8Bs orbited for surveillance and on-call close air support. Finally, an AC-130 checked in for support as the main effort moved out of Haditha toward Rawah. Company L boarded its CH-53E Super Stallion helicopters at al-Asad Air Base to be inserted at four different blocking positions simultaneously under cover of a section of AH-1Ws. An additional section stood on the ground in ready alert. Two CH-46Es Sea Knights carried the Regimental Combat Team 7 reserve platoon, intended to land as Airborne Vehicle Check Points to catch insurgents. Although Regimental Combat Team 7 had scheduled an EA-6B Prowler electronic-warfare aircraft to jam and perform electronic surveillance, it did not appear because of aircraft carrier difficulties.

This raid netted six of the top-25 high-value target persons on Regimental Combat Team 7 lists while the companies of 3d Battalion, 4th Marines, remained in the town exploiting the movement's success. The operation proved the last for this battalion; its relief unit, 1st Battalion, 8th Marines, began the turnover process on 29 June, the first of the mid-deployment rotations.

General Mattis had detailed the outline of these operations at the time the Fallujah situation came to a standstill:

Following recent offensive operations the enemy has fallen back and resorted to small scale actions intended to inflict maximum casualties on our forces with minimal risk to his own. The key to maintaining the initiative is patient, persistent presence throughout the zone. This is best accomplished by dismounted troops aggressively patrolling their area of operations, gaining information from the populace and ambushing the enemy on his own ground. Episodic vehicular forays from our firm bases do nothing more than reveal our intentions, make us easy targets and incur severe handicaps. When he is weak, as he is now, he will implant improvised explosive devices along the main service routes in periods of darkness in our absence to strike our convoys. When he comes out to operate like this—we must be in ambush to meet and kill him. Through intelligence preparation of the battlefield, that identifies his likely avenues of approach and likely improvised explosive device sites, we must anticipate his next operation. We must think, move and adapt faster than he can and less overtly than we have to date. When we can keep the enemy at bay in an area, we must exploit the opportunity we have to conduct more aggressive civil military operations and reinvigorate our programs to select trustworthy members for training the Iraqi security forces.

### *The 11th, 24th, and 31st Marine Expeditionary Units Deploy to Iraq*

Part of the solution to the challenges I MEF encountered in the expansion of its battle zone to the east came in the timely appearance of three Marine expeditionary units (MEUs) from the United States. A combination of early sorties and extended deployments made these important reinforcements available from July 2004 through the end of the year. On 4 May, the 24th Marine Expeditionary Force (24th MEU) under Colonel R. J. Johnson received its alert to pre-

pare to deploy to Iraq from 15 June 2004 to 15 February 2005, instead of from 17 August 2004 to 17 February 2005 as originally planned. By deleting its special operations capable exercises and certification, the unit accelerated its preparations, loaded equipment on board USS *Kearsarge* (LHD 3) and USNS *Charleston* (T-LKA 113) in early June and began its airlift to Kuwait on 26 June. The expeditionary unit's ground combat element, the 1st Battalion, 2d Marines (Reinforced), completed the required pre-deployment training before beginning its airlift on 3 July. Assembling in Kuwait during early July, Johnson's organization reported to 1st Marine Division for operations on 24 July and accepted responsibility for northern Babil Province from Regimental Combat Team 1 on 1 August 2004. Johnson took operational control of 2d Battalion, 2d Marines, and relieved the Army's 1st Battalion, 32d Infantry, with his own 1st Battalion, 2d Marines. Johnson's unit then began security and stabilization operations on the essential main service route south of Baghdad while asserting a continuous presence in several key towns. His aviation combat element, Medium Helicopter Squadron 263, only had its normal inventory of CH-46E Sea Knights on board the *Kearsarge*, and upon arrival at al-Taqaddum, drew additional light-attack and heavy-lift helicopters from 3d Marine Aircraft Wing.

The acceleration of Colonel Anthony M. Haslam's 11th Marine Expeditionary Unit (11th MEU [SOC]) in its deployment came after it had completed its special operations certification. It departed San Diego on 27 May 2004 instead of the planned departure date of 17 June, embarking aboard three ships of Amphibious Squadron 5. It comprised part of Expeditionary Strike Group 3, commanded by Brigadier General Joseph V. Medina.

The initial assignment for 11th MEU was the smoldering city of an-Najaf. After unloading from its shipping at Kuwait, Haslam sent his aviation element, Medium Helicopter Squadron 166, to al-Asad Air Base while awaiting the preparation of Forward Operating Base Duke. The MEU's battalion landing team, 1st Battalion, 4th Marines, and its attachments under the command of Lieutenant Colonel John L. Mayer, used Forward Operating Base Hotel, which was three kilometers north of the city's center. The Marines and sailors of the 11th MEU moved into an-Najaf Province on 16 July. Five days later, the unit reported for operations to Major General Andrzej Ekiert, Polish Army, the commander the Multi National Division Center-South, and on 31 July they relieved the small battalion task force Dragon of the 1st Infantry Division. At this point, the 2,165 Marines and sailors of Colonel



Haslam's command held sole responsibility for the 16,000 square miles of the provinces of an-Najaf and Qadisiyah.

The nominal mission received from Ekiert consisted of conducting "offensive operations to defeat remaining non-compliant forces and neutralize destabilizing influences in an-Najaf Province" and to create a secure environment, supported by the usual stability and humanitarian operations. In effect, 11th MEU shouldered the responsibility of mopping up the remnants of the al-Sadr revolt following the departure of major U.S. Army forces that had destroyed most of the Mahdi Militia of al-Sadr during May and June.

In an-Najaf, the al-Sadr Militia had overwhelmed both the Iraqi security forces and General Ekiert's international military forces and occupied key positions, including the governor's compound and the two highly significant Shi'a religious sites, Kufa Mosque and the Imam Ali Shrine. Successive attacks by part of the 2d Brigade, 1st Armored Division, and elements of 2d Armored Cavalry Regiment in April and May recovered most of the city except for exclusion zones of one kilometer established around the two Shi'a holy sites, including the Old City and cemetery adjacent to the Imam Ali Shrine. The governor announced on 4 June that the Iraqi security forces would take responsibility for the exclusion zones, but the Mahdi Militia never laid down arms nor left the holy sites. Upon departing on 17 June, the 2d Armored Cavalry Regiment staff estimated that about 100 hard core fighters remained in each zone, along with an undetermined number of untrained insurgents.

Haslam reported on the day he took responsibility for the scene that "I anticipate aggressive surveillance and incidents from Mahdi Militia in the near term to test our reactions and resolve. The 11th MEU (SOC) stands at the ready." New outbreaks of fighting soon dispelled any illusion that simply training local security forces could accomplish the mission. Most of Colonel Mayer's battalion fought an inconclusive engagement with the Mahdi Militia around the cemetery and governor's compound on 5-6 August, supported by attack helicopters by day and an AC-130 Spectre gunship at night. General Metz, the deputy commander of the overall effort in Iraq, assigned an Army cavalry squadron to reinforce the 11th MEU after the first day. On 7 August, 1st Battalion, 5th Cavalry Regiment, reported to Haslam with the 1st Company, 227th Aviation Battalion's AH-56A Apache attack helicopters in direct support.

On 9 August, Iraqi and U.S. military leaders met at the governor's compound to discuss future operations. This group included an-Najaf Governor Arufi,

Iraqi Prime Minister Ayad Allawi, General Casey, General Metz, and General Conway and his deputy, Brigadier General Dennis J. Hejlik. General Metz transferred the responsibility for the area to General Conway and assigned another Army squadron from Task Force Baghdad, the 1st Cavalry Division, to Colonel Haslam's control. After a brief interlude of fruitless negotiations between Allawi and al-Sadr's representatives, the Iraqi government finally authorized military force to settle the insurgency in an-Najaf.

General Hejlik oversaw the process with a small staff and Colonel Haslam received his reinforcements and planned the battle yet to come. As the reinforcements arrived, they applied a steady pressure against the al-Sadr militiamen with raids, probes, and skirmishes designed to determine their positions and exhaust their resources. The Iraqi National Guard's 404th Battalion operated under Haslam's control since the 31 July 2004 transfer of authority as the local garrison. The 2d Battalion, 7th Cavalry Regiment, the additional unit from 1st Cavalry Division, reported on 10 August. The 36th Commando Battalion, veterans of the Fallujah battle, joined on 13 August, and the 2d and 4th Battalions, 1st Iraq Army Brigade, arrived during the operation, remaining under the tactical control of I MEF. Several units of special operations forces operated in and around the city as well.

The final attack into the al-Sadr center of resistance came with Haslam's order of 16 August for a three-phase operation by U.S. and Iraqi forces to "clear Imam Ali Mosque Complex, to defeat Mahdi Militia, and capture or kill Muqtada al-Sadr to facilitate the return of the Imam Ali Mosque to proper Iraqi authorities." The first phase consisted of preliminary operations in which the two cavalry squadrons (1st Squadron, 5th Cavalry; 2d Squadron, 7th Cavalry) launched limited attacks to occupy the cemetery and the old city zone south of the Medina. The 1st Battalion, 4th Marines, would attack in the vicinity of Kufah and the remaining area of an-Najaf. This was followed with penetration operations in which the cavalry squadrons would fix the insurgents from the north and southeast while Mayer's 1st Battalion, 4th Marines, would push through from the northwest to encircle the shrine, bringing the Iraqi 36th Commando Battalion in assault amphibians to its final assault position. A third phase would entail decisive operations. The 36th Commando troops would assault and secure the shrine, which would then be occupied and secured by follow-on troops of the 1st Iraq Army Brigade.

After a final 22 August confirmation briefing to General Metz, General Conway, and the Iraqi defense

minister, the attack began. Beginning late the night of 24 August, Marines and cavalymen battled through the streets and buildings through the following day, culminating with Marines encircling the shrine at a distance of 100 meters by the end of the 25th. Amid heavy fighting, the issue never came into doubt. Under fire support from artillery, mortars, attack helicopters and AC-130 aircraft, the infantry, tanks, and other fighting vehicles cleared all opposition. For the next 24 hours, while the Iraqi commandos prepared to capture the shrine, mostly sniper engagements occurred in the area.

The al-Sadr Militia suffered terrible losses and resistance ended. The occupants of the Imam Ali Shrine had no hope of escape; their supporters fell back, broken and depleted. In the end, the intervention of Grand Ayatollah Sistani eliminated the need to assault the shrine and to continue the action against the Kufah mosque. On 27 August, he brokered a truce on behalf of the Iraqi government. The Mahdi Militia agreed to surrender its weapons and to leave the Old City, including the Imam Ali Shrine. In addition, the militia agreed to relinquish the entire Najaf-Kufah area over to the Iraqi government, specifically the Iraqi police and the Iraqi National Guard. From this point onward, al-Sadr turned to peaceful and political options.

The 24 days of action in an-Najaf cost 11th MEU seven killed in action and 94 wounded; the Army cavalry units lost two men. Iraqi force casualties also included one American advisor killed and a significant number of Iraqi soldiers killed and wounded. These numbers paled in comparison to those inflicted on the Mahdi Militia. The 11th MEU estimated 1,500 of al-Sadr's fighters were killed and an undetermined number wounded, most likely in the thousands. A positive aspect was the steady performance of the Iraqi security forces at an-Najaf, as the Iraqi local police, 405th, and 36th Battalions all fought well and steadily, well-

served by their embedded advisors. At an-Najaf, Marine Corps and Army units demonstrated an ability to maneuver and to reinforce a deteriorating situation even better than at the first battle of Fallujah.

The scarcity of capable Iraqi forces meant that Coalition security efforts remained under strength and under manned. To compensate for the shortage of forces, General Abizaid deployed a third Marine expeditionary unit to Iraq, the 31st MEU. As with the 24th MEU, the 31st MEU dispensed with its special operations capability requirement so that it could speed up its deployment.

The 31st MEU had operated in the western Pacific since January 2004, landing 2d Battalion, 3d Marines, for training in the Marianas followed by routine exercises in Korea, Okinawa, and Thailand. As deployment orders to Iraq came, it replaced its ground combat element with the 1st Battalion, 3d Marines, and attachments on Okinawa and then embarked with Amphibious Squadron 11 for training in the Marianas from 10 July to 4 August before going to Kuwait. When it arrived at the end of the month, its estimated deployment of 120 days (through 9 October) seemed half over, but its Marines and sailors would follow the experience of 11th MEU beginning in October.

In the midst of combat operations, the need to execute the scheduled turnover of forces in August and September remained. In certain cases, this had already begun, such as with the arrival of the 1st Battalion, 8th Marines, in western al-Anbar Province on 29 June. As specified in General Hagee's original decisions from November 2003, combat units would serve a six to seven-month deployment in Iraq while the personnel of I MEF's other organizations and staffs would be replenished with fresh groups flown in from their home bases.

The force turnover in I MEF took place over a three-month period. In addition, in September the

Table 4-1: Ground Combat Turnover, July–October 2004

Initial Deployment	Replacement Unit	Area of Operations	Transfer of Authority
3d Bn, 4th Mar	1st Bn, 8th Mar	Denver	14 July
1st Bn, 5th Mar	3d Bn, 1st Mar	Raleigh	17 July
1st LAR Bn	3d LAR Bn	Topeka	16 September
2d Bn, 7th Mar	1st Bn, 23d Mar	Denver	18 September
3d Bn, 7th Mar	1st Bn, 7th Mar	Denver	22 September
2d Bn, 4th Mar	2d Bn, 5th Mar	Topeka	26 September
1st Recon Bn (-)	2d Recon Bn (-)	Raleigh	27 September
3d Bn, 11th Mar	2d Bn, 11th Mar	Topeka	29 September
3d Bn, 24th Mar	2d Bn, 10th Mar	Taqaddum AB	4 October
2d Bn, 1st Mar	3d Bn, 5th Mar	Raleigh	8 October
2d Bn, 2d Mar	2d Bn, 24th Mar	Raleigh	11 October

Table 4-2: Aviation Turnover, August–September 2004

Initial Deployment	Replacement	Base	Relief in Place
VMU-2	VMU-1	Taqaddum	14 August
VMA-214	VMFA(AW)-242	al-Asad	17 August
HMLA-167	HMLA-169	al-Asad	23 August
HMM-261	HMM-365	al-Asad	27 August
HMH-466	HMH-361	al-Asad	2 September
HMLA-775	HMLA-367	al-Asad	7 September
VMGR-352/234	VMGR-352/452	Taqaddum	7 September
HMM-161	HMM-268	Taqaddum	8 September
HMM-764	HMM-774	al-Asad	19 September

Army replaced the 1st Brigade, 1st Infantry Division, with the 2d Brigade, 2d Infantry Division, commanded by Colonel Gary Patton. The 1st Marine Division exchanged artillery batteries and force reconnaissance, tank, combat engineer, and assault amphibian companies with fresh units. The I MEF intelligence service based in Ramadi also rotated battalions, as 2d Radio Battalion relieved 3d Radio Battalion and 1st Intelligence Battalion replaced 2d Intelligence Battalion.

As of 31 July 2004, 29,129 Marines and sailors were in Iraq with I MEF forces, with 190 more Marines sta-

tioned in Iraq with other organizations. Provided by Marine Corps Reserve Forces, 10,929 Marine reservists were on duty worldwide alongside their active component brethren, more than one-fourth the total reserve structure. Casualties to date in Iraq since March 2004 were 97 killed and 1,064 wounded in action, of which 780 of the latter had returned to duty in theater. With the situation in Fallujah yet to be resolved and persistent spikes in combat and violence still occupying in Ramadi, western al-Anbar Province was still untamed.