

RAYMOND S. McLAIN

America's Greatest Citizen Soldier

*By Roy P. Stewart**

Raymond Stallings McLain was one of our nation's most outstanding examples of a citizen soldier. He was one of that small, select band of patriots who, since the days of the broadsword, have left civilian pursuits to follow their country's flag into battle. With skill akin to the best professional, men such as McLain have demonstrated superior proficiency in the art of war because they were ready for it.

Ray McLain combined a successful civilian career with military service for twenty-eight years before September of 1940, when the 45th Infantry division, of which he was artillery commander, was ordered to active federal duty. That began an illustrious career which included honors such as: the first national guardsman to be integrated into the regular establishment with the permanent grade of brigadier general; the first guardsman to be given a battlefield promotion to two stars; and the first citizen soldier to command an army corps in battle since Dan Sickles raised a corps in New York and led it at Gettysburg. Moreover, in the battle for Germany McLain commanded more troops than the combined armies of generals Lee and Meade at Gettysburg. His men were first across the Elbe River, and were but thirty-five miles from Berlin when stopped by an order emanating from that peculiar political decision made at Yalta by Franklin D. Roosevelt. Otherwise, an Oklahoman would have led troops into the Nazi capital.

The adopted Oklahoman had permanent two-star rank when the war ended. Then he was assigned temporary grade as lieutenant general in the army hierarchy. He was in the legislative section of the army's chief of information, then was chief himself, where he was responsible for the largest correspondence school in the nation. Later he was the first statutory comptroller general of the army.

As a prelude to all this, and in addition to his military interest, training, and activities, McLain helped manage three mergers of firms to create the American First Title and Trust Company, of which he was president and chairman of the board. Also, he was an officer and director of the First National Bank and Trust Company.



Raymond S. McLain (Courtesy of Roy Stewart).

All these activities began in our state when a young man, barely of legal age, came here from his 1890 birthplace in Washington County, Kentucky. His people were very poor. His formal education ended at the sixth grade, yet through self-study he became one of the best educated and most cultured men of his time.

His mathematical ability extended through integral calculus, a most important factor in his later command of field artillery, while his lingual ability, especially in French, became invaluable. McLain translated French military works, especially those involving use of artillery, for our army's publications. His knowledge of French military maps one day would be of great value in France.

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Captain Raymond S. McLain at old Camp Doniphan at Fort Sill, early during World War I, when officers rode horses, even in a machine gun company (Courtesy of Roy Stewart).

It was in an abstract office in Oklahoma City, where he found a job, that the young man heard about the Oklahoma National Guard and responded to a pitch about recruits. He signed up in 1912 as a private in an infantry company. In December 1914 he became a second lieutenant of infantry. In 1916–17 he served on the Mexican border as a first lieutenant in the Pancho Villa episode.

When the United States entered World War I, McLain became a captain and commanded the 131st machine gun company in combat around the Meuse-Argonne, terrain that he would see again in twenty-six years. He was severely gassed, but in a fashion that would be duplicated years later for other causes, he refused to go to a hospital. In the period between the two

major conflicts he continued his pursuits as a businessman, in civic work for his adopted city and state, and in the Oklahoma National Guard. By the time the 45th Infantry Division was organized in 1924 with troops in Oklahoma, Colorado, Arizona, and New Mexico, and put into one unit commanded by Major General Baird H. Markham, McLain was chief of staff. He held that position for twelve years. When Brigadier General William S. Key was elevated from commander of the old 70th Field Artillery brigade of the 45th to division commander, McLain was made the artillery commander.

Throughout the years he followed a pattern that, for some persons, would have been boring. There were weekly drills, frequent command exercises, summer camps, and that interminable correspondence work. He added to that, after completing several command and staff courses, a tour at the Command and General Staff College itself. In August of 1940, prior to its being one of the first four National Guard divisions to be mobilized before War II, McLain was in Louisiana on VIII Corps maneuvers with the Thunderbird division. Then came the call-up to Fort Sill and a year of rigorous field training before the mammoth 1941 maneuvers.

At Fort Sill one winter night a friend of McLain's, seeing lights in the artillery commander's tent after midnight, went to it and asked the general why he did not get some sleep—since he spent long days and frequently part of evenings in the field. "I've got some very smart young men in this brigade," he said, "and I have to stay ahead of them."

Major General Walter Krueger, as commander of the VIII Corps, which included the 45th and 36th (Texas) National Guard divisions and the 2nd Infantry division of the active army, had several opportunities to observe the Thunderbird artillery commander during the year at Fort Sill and in summer maneuvers. So did inspecting officers from the War Department.

During the muggy summer of 1941 in Southwest Louisiana, the Third Army had what was, to that time, the largest peacetime maneuvers in our history. Lieutenant General Krueger (promoted recently) was in command. His chief of staff was Colonel Dwight D. Eisenhower. The "conflict" was between corps. During the first half of the maneuvers the Blue troops were from the VIII corps—45th, 36th, and 2nd divisions—with the 2nd Armored division commanded by Major General George S. Patton, Jr., as the screen. The opposing "Red" forces had the 1st Cavalry division, half horse and half mechanized, as its screen.

Then came a critical point in the maneuvers. The 89th Infantry brigade of two regiments of the 45th, the 157th of Colorado, and the 158th of Arizona, were commanded by Brigadier General William Guthner. He was ill and unavailable for duty. Major General William S. Key, for the

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subsequent action, put Ray McLain in command of that infantry brigade in addition to his artillery. The action was in the area of Pitkin and Leander, Louisiana, in the pinelands. A task force from Patton's armor had been through the area on a sweep and said there were no "Red" troops in a certain section of pine woods. Patrols sent out by McLain's commanders found units of the 1st Cavalry there. After personal reconnaissance, McLain estimated the situation and went into action immediately, personally, and with rapid instructions. By forced marches, shuttling of troops, and a transmitted eagerness for action when troops saw the general out there, he bottled up the 1st Cavalry. Many of its kitchen and water trucks were captured trying to reach the men and horses.

All this did not go unnoticed by the regular army umpires and inspectors, nor of Krueger's liaison people. The tough, German born "mustang" came to look at the situation himself. An order to hold every position without movement went out. Krueger made a complete inspection of the area of several square miles, noting disposition of McLain's infantry, heavy weapons companies and artillery, and said to a group surrounding him, "Gentlemen, this phase of the maneuvers is over." It was not a good day for Major General Innis P. Swift, then commanding the cavalry. It was a day of McLain's that a number of people in high places remembered later.

This was the second display of generalship, ability, and strategic thinking that McLain exhibited in the 1941 maneuvers. The 45th division, at opening of the maneuvers, was held to a restraining line near Mansfield, Louisiana. They were not to move man or machine until a certain time. South of the division's position was high ground, Peason Ridge, which commanded many square miles of terrain. Whoever held that would have an excellent strategic position. McLain that day, for the first time, also was in command of the 89th Infantry brigade. He determined to take Peason Ridge, on the south side, and have some control over the opposing forces. He did it and, as usual, was in front.

Getting infantrymen and artillery there was a problem, but not impossible, for McLain. Using all trucks available in that year of equipment scarcity, he walked men a distance, shuttled others past them, then sent trucks back. The artillery with its prime movers actually was ahead of the footsloggers while trying to get into position. This, too, would in time be reenacted in Italy.

In 1942 the 45th division was moved from Camp Barkeley, Texas, to Fort Devens, Massachusetts, and later to Pine Camp, New York. Upon the move Major General W. S. Key was relieved of command of the division and assigned elsewhere in the European Theater. McLain was offered the division. He refused, giving as an excuse, "I'm not ready." In reality he

believed that to take Key's job might be interpreted at home as a political action, and he wanted no part of that. Loyalty was one of his attributes. McLain told the army establishment it should move up Troy Middleton, who had joined the division as assistant commander, and was a West Pointer, although he had resigned to be comptroller of Louisiana State University before being recalled. Middleton was moved up to command of the Thunderbirds with two stars.

The first overseas action of McLain and the division came in July of 1943 with the invasion of Sicily. The division was in Patton's corps and the Fifth army commanded by General Mark Clark. It was the division's first combat amphibious landing—there had been a dry run in North Africa—so there was confusion added to problems of logistics. During the landing McLain saw that the artillery was located where it should have been, and he was of value in placing infantry units, for he was out where the men were most of the time. He reformed infantry that his artillery supported. The 180th Infantry of the 45th was rather badly dispersed after landing and in the early action. Lieutenant Colonel Earl Taylor of Konowa, Oklahoma, commanded the 180th battalion. He was trying to locate his scattered companies when McLain found him. Taylor was engaged in a firefight at the edge of town.

Joining Taylor with two half-track personnel carriers and two jeeps, McLain tore into the town of Vittorio, personally firing a mounted machine gun at snipers in the village. Taylor had a heavier weapon and helped in that. What the Oklahomans did not know was that enemy troops still held the town. In the plan of battle, the Americans should have.

The infantry following the raiders did not know that a one-star general, a light colonel, and three enlisted drivers were all that was between them and the enemy. Fortunately, the raid worked, for the enemy must have thought there was hot action coming and pulled out. Our troops took that town and next day the nearby Comiso airport. McLain was with the leading infantry element in the attack.

The third day of the Sicilian invasion one of the 45th's regiments was bogged down and had been ever since the landing. McLain thought that it should move, that the resistance was weak, but a stalemate was holding up the division's advance. Commander Middleton sent McLain down to the regiment with instructions to "get 'em moving." This was not the first example of McLain's putting into action one of his favorite sayings: "If you get out there with them they will move."

He got the regiment moving, checked with his artillery to be sure they were in the right place in new positions, and went forward with the leading infantry battalion. He wound up with the company that was out in front. It had not sent out patrols, so McLain quickly ordered that done. Following

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Brig. Gen. McLain (seated on the left), as commander of the 90th Infantry Division viewed troops entering a French town just taken (Courtesy of Roy Stewart).

them, he started into the town, but German resistance picked up. After McLain climbed a fig tree to gain personal observation with field glasses, he called up mortars and directed their fire on the principal German elements holding up an American advance. The town was taken before the rest of the battalion came up.

Three examples in as many days provided Lieutenant General George S. Patton, Jr., the corps commander, with all the evidence that he needed to put a Distinguished Service Cross on McLain for leadership under fire. It was the artillery commander's aggressiveness that set the pace for the whole division, from his howitzers that often were ahead of the infantry, to the ever slogging infantry.

This also was the gentle man, the soft-spoken fighter who was whipcord tough inside, who said later about approaching Sicily from the training run into North Africa, "This reminds me of the voyage of Ulysses as he made his trip over these same waters. Our objective was Scylla and Charybdis, and

evil spirits seemed to come out and challenge us—as the German and Italian troops waited on land.”

McLain was to have the British on his flank several times later in the course of the war. In Sicily he was amused without public display of it, to turn over a town to a British division that, on paper, was supposed to have already taken it. At Tusa his artillery destroyed a German battalion defending a strong position and broke Nazi resistance on the shore road needed badly by our troops. Next came Salerno on the lower Italian mainland. While waiting for his jeep to be loaded, McLain suffered excruciating pain from passage of a gall stone. Six more times in the Italian campaign and seven more in Germany he went through painful attacks but would not turn in to an aid station. After war's end he had surgery twice for corrections.

Knowing as well as anyone, and better than some people about what resistance to expect at Salerno—the obvious landing place that the Germans would defend heavily—McLain could also reflect in a scrawled note to himself upon passing the ancient ruins of Paestum: “Looking at these old temples is like knocking at the doors of history. The natural marble columns speak eloquently of magnificence of that ancient age. Coloring of the stone and its careful workings were tributes to endurance and patience of humanity in days long past. I wonder if abandonment by present day civilization, of things that require tedious patience, has not lost for us the meaning of beauty and grace, which came out of that more ancient culture.”

Ashore there was no time for such reflection. Soon after landing on a beach that the 36th Division had taken—and was still taking—under terrific German pressure—one of the Thunderbird regiments moved up between the Calore and Sele rivers beyond the village of Persano. It hoped to cut the main road leading down from Rome to the Messina straits, but was thrown back and surrounded. It was in bad shape due to casualties and lack of ammunition and food, which were delayed enroute during the landing.

Middleton gave McLain the responsibility of going in, getting to the troubled troops, establishing contact with other division elements, and putting his artillery in support. Tanks attempted to break through to the beleaguered regiment, but were turned back by enemy fire. Darkness also slowed things down. The next morning, using troops on both flanks of the trapped regiment, McLain tried to break the enemy lines. He had his artillery lay down heavy fire on Persano, then with one officer and driver went ahead of the troops and found that shelling had put the Germans under cover. So, picking his way through a mine field, he led his small party to the surrounded regiment while Thunderbird engineers cleared the mines.

Using troops to block off a road leading to the town, he ordered up 100 ambulances to take out the wounded, as infantry and artillery kept the road

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back clear. Counter attacks came. Some units, inexperienced in combat, almost panicked. Then they faltered. McLain's artillery stayed put, at times laying down direct fire at 200 yards, something the copy books would have said impossible. Later it took a direct order from McLain to make two artillery battalion commanders, Hal Muldrow and Dwight Funk, move back behind the infantry they were "supporting."

McLain led the attack on Venafrò and took it within an hour after other troops had been bogged down for ten hours. That was just one of the reasons for a Silver Star. The 45th, with Middleton and McLain all over the place, acquitted itself well on the move away from the beachhead.

Early in the Salerno battle after the 36th was hit by superior strength, it appeared that the beachhead might have to be abandoned. General Mark Clark, commanding Fifth Army, of which the 45th then was a part, alerted the navy-commanded transport to be ready to take the Americans off if that should be necessary. Middleton picked that up on radio and put out a message of his own, one of the great statements of World War II: "Put food and ammunition behind the 45th—we're going to stay here." And they did—briefly—before moving on toward Cassino, one of the best defended German positions of the Italian campaign.

The 45th was ordered to make an end run around the Germans in Central Italy, so the combined high command, partially at the urging of Winston Churchill, sent forces onto the beach at Anzio and Nettuno. The Germans had miscalculated and did not learn of this landing until a shallow beachhead was established by the American 3rd Infantry Division, some U.S. Rangers, and a British division.

They were ready, though, when the 36th and 45th divisions got ashore. The main Rome-Arno road pointed straight at the center of the Thunderbird division. Anzio became one of the most critical turning points of the war and the most bloody. Its success would mean the end of the Italian campaign for all practical purposes. This the Germans knew, too, and Field Marshal von Kesselring was trying to prevent an Allied victory there.

The "Anzio Express" of big guns hammered the beach constantly. The hot 88 mm. tubes showered shells constantly. Attempts of the Americans to advance took a terrific toll for many weeks. Companies were decimated. One battalion of the 45th lost more than 1,000 men by death or wounds. Kesselring later, after he surrendered, called Anzio "the epic of American arms" as Cassino was for the Germans.

Commanding artillery on the beachhead, instead of his four normal battalions of the 45th division, McLain had at one time seventeen artillery battalions under his control. Here the Thunderbirds gave added proof of their effectiveness. One battalion of 105 mm. howitzers put down more

than 7,000 rounds a day for three days before the tubes burned out, several thousand more than the manuals say can be fired. On tonnage of shells the 45th medium 155 mm. battalion hurled more than that.

That winter of "mud, mules and mountains" in 1943 eventually was over and the Italian campaign ended. Thunderbirds walked through Rome standing up. Meanwhile, in April of 1944, General Dwight Eisenhower in England had called in generals Bradley, Patton, and Middleton, chief actors on the Sicilian and Italian campaigns, to help plan what became the invasion of Normandy.

They jointly made up a list of dependable one-star officers for possible replacement of division commanders in the crucial action that lay ahead. Some of them had not been tried in battle. The three generals above all recommended that McLain be brought to England. Eisenhower remembered the Louisiana maneuvers, the nearest thing to war that can be done without actual firing combat, so he agreed.

McLain got to England about a month before the cross channel invasion after spending two days on the flat of his back in pain. General Omar Bradley thought that McLain's experience in Sicily and Italy, on three opposed amphibious landings, was needed for Normandy. So McLain was put in command of the 30th division artillery which was part of the force to attack St. Lo on the peninsula. Its direct mission was to take a river crossing on the Vire and then to flank St. Lo, which was a task with emphasis on artillery. McLain rode a landing craft onto Omaha beach, but an explosion made the craft lurch badly and McLain hit an object on board. Three days later he finally went to an aid station and learned that he had three broken ribs. "Tape 'em up," he said, "I've got things to do."

The taking of St. Lo, later Chambois, and the breakout from the peninsula all made good military history. Then came another assignment. The 90th Division, which had four commanders from the time it reached a port of embarkation until it was cut to pieces early in the invasion of France, was in bad trouble. On July 25, 1944, Eisenhower and Bradley—the latter now commanding the 12th Army Group—decided to give McLain the 90th, the old "T-O" division of World War I.

Bradley described the situation to McLain. Basically, he was to go to the 90th, check it over, talk to whomever he wished, and report back to Bradley as to whether or not he thought it could again be effective or should be broken up and the remaining men reassigned. McLain spent five days with the 90th. He accumulated names of sixteen officers whom he thought had a defeatist attitude. On July 31 he was given command of the division. He went to Bradley with those names and said, "If you help me get rid of these people we can make the 90th a going unit." When it was done, McLain

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returned to the division, assembled all the officers, and told them what he expected of the division and what it could do. They believed him.

Bradley had split his command, putting Patton in charge of its now designated Third Army, and the other half as the First Army under Lieutenant General Courtney Hodges. The 90th was assigned to Patton's Third Army. Bradley told McLain that he had ten days to get the division moving. Patton called that night and gave him ten hours. The division went out in a flying wedge to drive back local resistance near the town of Mortain, spearheading Patton's armor and other troops. That mission was changed to Mayenne, which McLain took, with a combat command element called "Task Force Weaver," out of the 90th. "Wild Bill" Weaver was the only replacement officer that McLain requested, aside from those for the sixteen officers reassigned. (Weaver later commanded the 8th Division of McLain's XIX corps in the Hurtgen Forest and Battle of the Bulge.)

During the conflict around Mayenne the fighting intensified. Weaver's command was split into two columns. He took personal charge of one. McLain, checking with Weaver at his position, told him to hold until he (McLain) checked out the other column. On the way he ran into a German patrol of about twenty men, headed evidently for Mayenne, who opened fire on McLain's jeep. He returned the fire from a mounted machine gun until it jammed. Meanwhile, the driver backed up until he could turn around. (Twice in France and Germany McLain fought his way out of roadblocks with his jeep mounted machine gun. His driver was wounded three times. McLain in two episodes far up front captured a total of twelve Germans on patrols. A two-star general!)

This fighting general was extremely literate, notwithstanding his sixth grade level of schooling. The following text tells about the major portion of the 1944 campaign in France before he was elevated to a corps command prior to the battle for Germany. This, in McLain's own words, was written for the author in 1953. It was intended to become a book, which was shelved upon his death in 1954.

"We attacked to force a crossing of the Seine at Malun. We immediately began picking up a few prisoners and pushed on. Our general direction was toward the famous old battlefield of the Chateau Thierry. My left boundary was at last on the old town and we forced a crossing of the Marne up stream and crossed part of the columns into the town.

"The small statue of the 3rd Division—the "Rock of the Marne" of War I—had been pulled down by some Germans and lay on the ground. However the magnificent monument at the cemetery atop the hill had not been touched.



McLain (right) with Lt. Gen. Simpson and British Field Marshal Bernard Montgomery (Courtesy of Roy Stewart).

“We drove from there toward Rheims. Nearly every town had a cluster of woods which were defended briefly, but the Germans were falling back rapidly, fighting delaying actions. In this operation, I had a peculiar coincidence. In 1940, I had discovered a French artillery journal which described action of an artillery battery during the time the Germans drove in this great salient in the First World War. I studied it long and carefully, translating it from the French for our own artillery journal. Therefore I knew from the map this terrain exceedingly well, and in our progress we almost repeated in reverse the steps that battery took in 1918 in its displacement to the rear. We went on to Port Bremont, north of Rheims, where the battery had its original position when it was driven out.

“We were almost completely out of gasoline, oil and ammunition. I was scattered across a front of about 35 miles, facing across the plains of Champagne, with my right on Rheims and the left on the Aisne river. We cleared the air fields of mines and booby traps, and that evening the Air Force began flying in fuel, which Patton desired very much, for his tanks to

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drive on toward Metz. This was a slow business, but finally we got enough in for the armor to drive ahead.

“While there, I had an invitation to look at some of the champagne cellars for which France, and the Epernay region, are famous. The first one I saw was at Ponsadarn-Cliquot, owned by Prince Caraman-Chimay. The Germans had run him out of his town house but permitted him to build a modern house near the cellars. He was away at the time I drove to his place, but it was very interesting to go into the cellars where there were seven million bottles of champagne in various stages of aging. All his crew were engaged in putting the bottles in tubs of water to soak off the labels, which had been overprinted with the word *Wehrmacht*. They said it was the most delightful work they engaged in for a long time. The only real champagne comes from the Champagne region, where the soil gives a particular flavor to grapes, distinctive from all other sparkling wines. It produces the only genuine champagne after seven years aging.

“September 6 we obtained enough gasoline and ammunition to move again. We moved east across the former battlefield of the Champagne where my old division fought in the Battle of Mount Blanc and Attigny in the first World War. We recaptured all this area from the Germans now, which was sort of a personal pleasure to me. Moving on through Verdun of historic memory, we had to clean up about 3,000 Germans who were protected by woods east of the city. The town itself was clear as Walker’s corps preceded us, in part, and turned toward Metz. Our night position was north of tiny Etain. We had a wide open flank and were covering a front 25 miles long, much against the book, but this wasn’t a classroom. That night a German column came in on our north regiment and there was considerable fighting, but by morning the situation cleared.

“On the night of the 7th, we were pushing on to attack the town of Thionville on the Moselle. We had some difficult terrain between us and Thionville about which I was considerably concerned. Just before night, Bittman Barth’s regiment bottled up a battalion of Germans in the town of Briey. I pushed my CP (command post) up within sight of the front lines where fighting was going on so we could make an early push the next morning. I lay down rather early to get some rest for the strenuous work which I knew we would have the following day.

“About 2:00 a.m. I was awakened by cannon fire and burp guns, which I could identify plainly from their sound, and which seemed to be almost in my CP. I got up quickly and ran out to the edge of a small pine grove we were in. The moon was almost as bright as day. I counted within plain view about 15 German tanks or armored cars. One of the tanks was not more than 100 yards in front of where I stood and was firing across the road into the CP

of Devine's artillery. Fortunately, they were using armor piercing shells and not high explosive. I checked on the two small antitank guns we had in the CP and ordered up a platoon of tanks. In about 30 minutes the tanks came up and took positions. I phoned Devine and he said the German shells were cutting all the timber over their heads, but they were all down in foxholes and had few casualties. We also gave an alert to the rest of the troops.

"What happened was there was a Panzer brigade in the Thionville district. It was subject to use only by Hitler's direct order. When we bottled up the Nazi battalion in Briey, the Panzers thought it important enough to ask the Fuehrer to permit them to go in, and without fighting, relieve the garrison which they needed badly to defend Thionville. They represented to Hitler that there would be no losses, we found later on interrogation of prisoners, and it was a matter of saving a battalion. They had not found it difficult to get through our line since it was extended so long. They came across a field and hit a road leading to Briey.

"When the firing began I did not know it, but 12 tanks had already passed between my CP and Devine's CP, which were not over 300 yards apart. The sentry, either not recognizing them as German or being too scared, failed to report them. Finally someone discovered them and opened fire. I could hear the German infantry radio directing guns of their dough-boys as they made their way down a ravine, apparently with men in the armored cars dismounted. We started the fight and it raged all night and nearly all next day. The tanks in front of us turned off toward the little town of Mairy.

"At daylight the fight was going strong around my CP and I decided to move the operating section to the adjoining regiment. As we pulled out of the CP, the tanks which got to the rear had faced about and were firing at us from our rear. One of the administrative companies on the left of the CP lost its captain and its men started running toward the rear. I grabbed several of them and sent them back into position and they stuck. All my headquarters stayed with the fight. I got a battalion from the left moving in toward our position and all of the artillery wheeled guns out of their battery positions and set them up as antitank weapons and began to take out the German tanks which were in our rear.

"When I arrived at the new regimental CP, I sent Lieut. Col. Jim Boswell, our G-2, back to corps headquarters to apprise them of the situation, which made it impossible to telephone. They asked him what he thought would happen to the division. Boswell replied the division could take care of itself but he couldn't guarantee that troops would not get through to corps headquarters. Corps had no trouble, though, but did move a cavalry group over in our direction. By 4:00 p.m. the situation was cleared up.

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"I went down to Mairy and counted more than 300 dead Germans in its streets and saw a large group of armored cars in a park. It seemed the Germans had gone in, parked their armor, and were about to occupy the town. Our troops surprised them and destroyed nearly a full battalion. When the smoke cleared away over the area we estimated we had gotten about 80 percent of the task force that came in. There were 65 armored cars destroyed or captured, 24 tanks, about 300 prisoners and from 300 to 400 dead. I have since seen the German account of this action. Their record showed that after the fight of September 7, they marked off Hitler's Panzer brigade as a complete loss.

"The next two days there was heavy fighting in the drive on Thionville. It fell on the 9th. Under long range orders, I had planned to force a crossing of the Moselle and threaten the fortress of Metz from the left rear. The river ran for many miles below the town in an open plain, and there were no woods around to conceal bridging equipment. I decided for that reason to cross by the town of Thionville, where I could conceal equipment prior to launching it. I set the attack for the morning of the 10th, but late in the afternoon reconnaissance disclosed that all houses across the river had been made into concrete pill boxes and we would be walking into murderous fire.

"Weaver was insistent that we postpone the attack one day and bring up heavy artillery to knock out the pillboxes by direct fire before we attacked. Weaver was never one to hesitate, and his joining in my own estimate of the situation, convinced me that we should postpone the attack. I did so since I had no orders to attack at a definite time.

"When I got back to the CP, I called Walker at corps and advised him of the decision to wait. He got bitterly critical of my decision and said if I did not attack he would consider it a disgrace to the division. I told him I made the decision not to attack and it would not occur unless he sent down another division commander. He said if we did not attack he would order us south the next morning. I told him we did not intend to attack. Corps, Army and even SHAEF wanted Metz badly.

"That night we got orders to move south, containing Thionville with but one regiment. The crossing of the Moselle was off. That decision probably delayed the capture of Metz by a month, because efforts to take it frontally by attacking its numerous protecting forts were futile. You should never attack any strong position frontally. It is suicide. Always find a way to get to its flank or rear.

"When I walked into Walker's headquarters the next morning he was apologetic and said he had so much on his mind he had spoken thoughtlessly; that it was a great disappointment we could not get off because of pressure on the bridgehead which the 5th Division made across the Moselle

upstream. Also, there was great pressure north of the town and he was unable to make progress on the front in the 7th Armored sector. My orders then were to relieve the 7th Armored and elements of the 5th Division, "attacking." I asked what this "attacking" meant, and he said as we relieved those elements, we could move forward and attack.

"The troops moved up under these orders and, one-half hour later after we jumped off, we lost 300 men. Barth phoned me and I called off the attack. I reported to Walker I had stopped the attack, that I had found we were up against the forts at Metz and we could not take them by assault without preparation. We would have to plan their reduction by methods for attack of fortified positions. He agreed, and we settled down into a more or less defensive position, except on the north where we began chiseling at the town of Mezierres-le-Metz. In order to keep up the offensive attitude we would take a block or group of buildings from time to time.

"The atmosphere we were in now was hostile. Most workers in factories of that area were Germans. In the Thionville area, which we left a week earlier, we were constantly fighting Germans who crossed the Moselle and harrassed our troops. Our north flank was open and we organized a "phantom" force composed of rubber tanks and guns which we placed where they could be seen from heights across the river, then covered their position with a few small patrols.

"As we left Verdun, we were directed to move the left of our column into Luxemburg. The Duke of Luxemburg came down and stayed at my headquarters a short time in order to be able to go in with the first troops. However, due to heavy fighting around Metz and Thionville, another division undertook that objective and we lost the company of that congenial gentleman.

"Our first CP in the Metz area was in a wooded glen and our troops were disposed in front of the old battlefield of Gravelotte, famous in the Franco-Prussian war of 1870, extending on north to Thionville. In a few days the weather got very bad—as only weather in Europe can get in autumn, so we found room to bring our headquarters into the little town of Doncourt. We were critically short of ammunition and General Patton imposed a rule of no expenditure of artillery ammunition unless the Germans launched a counterattack. This was a serious blow but he was justified in building up enough ammunition to continue his attack on the Saar.

"So we gathered up what German field pieces we could find that had ammunition with them, and found also we could fire some of the guns in the Maginot line emplacements above Thionville. There we could fire but three or four rounds at a time because fans were not working and gas gathered in a chamber. We had to let it clear to fire again. Our whole front

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Maj. Gen. McLain (left), Gen. Dwight Eisenhower (center), and Lt. Gen. William Simpson (right), toured what was left of the 600-year-old German fortress of Julich after McLain's XIX Corps moved through (Courtesy of Roy Stewart).

was rather sticky and although casualties were not high there were some each day.

“In one of the planned attacks on two large buildings in Mezierres-le-Metz, two infantry platoon commanders were called back to battalion headquarters to go over plans of their platoon for the assault. Armor was to support the assault company. Both the platoon sergeants said that it could not be done and their men would not attack. The battalion commander thought they were just talking and directed they attack at the time prescribed. However, when dawn came and the tanks moved forward, one of these sergeants ran out, waved them down and told them there was no need to go forward because his squad would not attack and he wouldn't either. The other sergeant said he would go but his men wouldn't go.

“The attack was called off and when I was informed, I appointed a court-martial immediately and had the sergeants brought before it. After



Known as the "Citidel," the fortress at Julich fell to McLain's forces thirty minutes after the Rhine Offensive began (Courtesy of Roy Stewart).

two days of trial, the court found one sergeant guilty of mutiny in the face of the enemy and he was ordered shot. I signed the orders immediately in the proceedings and the sergeant was sent back to GHQ.

"I don't know whether the sergeant was shot or not, but had I not acted promptly and drastically, this great division would have collapsed again and been in as bad a shape as it was in Normandy. As it was, it kept its courage and reputation and the following day two squads did attack on the same plan, took their objective without loss of a man, although the tanks were hit and knocked out. Later that great soldier, Barth, who commanded the regiment, was seriously wounded in an assault on another part of town.

"One day I was notified that VIPs would visit my CP that afternoon and wanted to talk to some of our soldiers. I learned it was to be General George S. Marshall and decided it would be a good time to have him, as chief of staff, pin decorations on some soldiers who were about to be awarded the Silver Star. That was the highest I could award as division commander. Some of them had to be brought in from foxholes on short notice. They arrived rather muddy and it was rather a dilapidated looking crew, but

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generals Marshall, Patton, and Walker arrived about the same time and we did not have time to clean them up.

"I walked up to greet General Marshall and as he came forward toward me with his hand outstretched, his first remark was, 'My, my, McLain, you've lost a lot of weight.' I had weighed 183 pounds when he first saw me in Camp Pickett a year before. I now weighed about 155. I replied, 'General, anyone who stays out of George Patton's way has got to lose weight.' Patton grinned and we went into the CP. The men to be decorated were lined up and we formed up with the visiting generals and my staff. G-1 started with the first man and read his citation. General Marshall pinned on the Star and said 'You have honored your country.' Such pertinent words were typical of Marshall's remarks on these occasions. He reached the fifth member of the detachment and G-1 read his citation. General Marshall stepped up and started to pin on the medal.

"General Patton called out, 'Hold that a minute, don't pin a medal on that man, hold it a minute.' He stood there without further comment. General Marshall looked embarrassed; the man was about to collapse. It seemed a long time before anything happened and General Marshall again started to pin the medal on, but Patton again requested, 'Hold it up a moment.' Then Patton's aide came pushing through the crowd and handed him a box containing a Distinguished Service Cross. Patton said, 'If that citation doesn't justify a DSC I never heard one that did.'

"So Marshall pinned on the higher decoration. I was satisfied also that citation merited a DSC but the boys needed something to show for their good work immediately. Had I recommended the DSC it would have meant months of waiting for it to trickle through corps and army and back again, as it had to be cleared before boards in higher echelons. I also knew some of the lesser citations could be advanced to a higher award later on review. Many of them were—but not enough.

"We went back into the CP and talked about actions of the 90th in the Battle of France and our present position. I was talking with General Patton and told him I was making some battlefield promotions. I mentioned a specific case in which a sergeant was being recommended for promotion to lieutenant. The sergeant came over with the 90th as it landed on Utah beach. His LST was hit and the captain killed. Several other members of the company were killed or wounded. There was no battle plan after leaving the beach. The sergeant went ashore, took command of the company and fought until he took their objective. There he was joined by the first lieutenant with another part of the company from another LST. The lieutenant took command but within a short time, the Germans counterattacked. That officer was wounded and taken to a field hospital. The attack

was serious and units on each flank of this company were driven back.

"The sergeant again took over, telling the men they would not give up until every man was hit. He maintained the position throughout the night and American counterattacks in the morning enabled units on the flanks to come up again and regain their positions. After the company was reorganized the sergeant showed exceptional courage also. It seemed he was the type of leader needed in battle.

"But I found on examining his Form 20 that he had not been a good student at home. In fact, he played hookey most of the time, it seemed. After he was mobilized he had several absences without leave. He was tried for them twice and did some time in the stockade for one. I began to wonder if that sort of background showed enough stability for officer responsibility. I mentioned the case to General Patton.

"His remark was, 'He is a fighter, isn't he?'

"I said, 'Yes, his record certainly shows that.'

" 'Hell,' Patton retorted, 'I would make him a captain.'

"I was ordered back to Patton's headquarters at Etain one day for lunch. General Eisenhower was to come down and we gathered around the fireplace in a living room, all in conversation. General Eisenhower looked at me and asked, 'Why aren't you wearing two stars?'

" 'I don't know anything about two stars,' I answered. 'So far as I know, I have no right to wear them.'

"Eisenhower then said, 'I saw your orders weeks ago in my headquarters, making you a major general.'

" 'That's very interesting,' I replied, 'But I have seen no orders to that effect.'

"The general then turned to Patton and asked, 'George, do you have any stars?'

"George asked his aide to go upstairs and bring down a pair of stars. Unfortunately, I had on cloth insignia and the general had metal stars. Eisenhower took them though and pinned one on each shoulder, beside the single embroidered star, so at least I was wearing two stars on each shoulder. And rather happy about it, too.

"As we were talking, I bent over and General Patton saw I had something under my blouse. He asked what it was. I told him it was a small .32 pistol I carried. Then he asked, 'What's it in?'

"I told him that down in Africa I had taken an old money belt, punched a hole through it and carried it around my waist because it took so little space and was convenient. Sometimes one was caught around a CP or someplace where a .45 was inappropriate and this gun came in handy.

"Patton laughed and said, 'I see where I lose my last holster.' He went

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upstairs and got a very neat, small leather holster with a clip that fastened over a waist belt, and gave it to me. Many officers carried these small .32s and they were practical. In effect, they will do as much damage as a .45 because they are more accurate. A .45, after all, will not penetrate a helmet at 50 yards. It was designed originally to kill Moros in the Philippines at very close range, because they did not react immediately when hit by a smaller caliber weapon, and came on at you with a bolo.

“One day I was going out to reconnoiter a position to do some training on the reduction of a fortress. It was a damp, rainy Sunday, and as I started out, a reporter came up to the jeep and said he understood I had fought in the Meuse-Argonne and Champagne with the 36th division in War I. He wanted to know something about actions there for the *Dallas Morning News*, which then and now was interested in coverage of its famed guard division. I told him to get in and after I made my reconnaissance we would drive over to the Champagne, which was not far behind us.

“We left about 10 a.m. and looked over the old battlefield. He was surprised to find that I could go from position to position and identify every foxhole I had been in. We had lunch on the Aisne river and looked about some more, coming back about 4 p.m. There had not been much going on and I was certain the staff could take care of any emergency that arose. As I came through the town in which General Walker’s corps headquarters was located, a sentry stepped in front of the jeep and came to ‘port arms,’ which means ‘halt.’ We did, of course, and he came around and said the corps commander had been looking for me all day. That sounded rather bad and I was afraid something had happened.

“I went immediately to his CP and Walker was sitting alone, looking as sour as only ‘Johnny’ Walker could look sometimes when he wanted to.

“ ‘Did the sentry tell you I was looking for you?’ he asked without a smile. I replied that he had.

“ ‘I wanted to tell you that you will be relieved tonight by General Van Fleet. He will take over command immediately.’

“Somehow I sensed there was a bug in the situation some way. I knew the record of the 90th had been outstanding and I knew also that Patton, Bradley, Eisenhower and all others had given me credit for getting it going after Normandy.

“Then Walker began to grin and said, ‘they’re going to give you a corps.’

“ ‘I guess they are going to kick me upstairs then send me back to the states to take a training corps,’ I said.

“ ‘No,’ Walker replied, ‘I think you will get a fighting corps but I don’t know which one.’

“He offered his congratulations and assured me that it had been highly

deserved and that he had so informed all who were interested. This was very generous of him. When I left his corps he gave me a very fine efficiency report and was big enough not to hold our former disagreement about the frontal assault on Metz against me. I was saddened a few years later to hear of his death in a jeep accident in Korea.

“The next day Van Fleet came in and we went over the situation in and with the division. At noon we went back to Walker’s CP for lunch. Patton came up from his army headquarters at Nancy to meet Van Fleet. His opening statement to Van Fleet was, ‘Now you’ve been up in that First Army. We do things different in the Third. I don’t want you spilling any of their silly doctrine down here and spoiling our soldiers. I don’t want you having the boys putting out wire entanglements, digging foxholes, laying out mine fields. They are liable to think we’ve gone on the defensive. Hell, the Germans know Patton doesn’t go on the defensive. Don’t change your CP signs to code. Put them out big as hell. If the Germans want to find you, tell ’em where you are, then if they attack you, let them have it. If you get any new officers who want to cover up their insignia, send them down to me, I’ll take it off them.’

“After leaving the conference, Van Fleet climbed into the jeep and rode in silence for some distance, then asked me:

“‘Did you hear what the general said to me? Do you think he meant it?’

“I replied, ‘Yes—it’s got some good advice in it, but don’t pay too much attention to ‘not digging foxholes’ because at the right time and place they will save you casualties.’

“On the 15th Van Fleet took over and I went down to Nancy to spend the day and night with Patton, whom I had learned to respect as a great military commander. He asked me to spend the last night with him and it was most pleasant. I enjoyed his conversation immensely. He was indeed quite colorful and the vocabulary he used was doubly so—yet it always expressed a sound philosophy and was good common sense.”

A high command awaited the Oklahoma general. Now he was wearing a Distinguished Service Medal, in addition to an Oak Leaf cluster to his previous Distinguished Service Cross, and a Silver Star with cluster. Before the army stopped pinning things on him, he would have two DSCs, a DSM, two Silver Stars, a Legion of Honor and Croix de Guerre with palm from the French, a Legion of Merit, two Bronze Stars for World War I, and seven Bronze Stars for World War II. Quite an array of “salad” and none of it gratuitous.

As a major general commanding the XIX Corps of First Army, McLain had three regular army divisional commanders in his corps, all senior to him

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McLain at a party given by Russians to Americans after the war (Courtesy of Roy Stewart).

in rank, who then were fighting in the vicinity of Aachen. The first engagement after McLain took over was called by the Germans, "the second Battle of Aachen." It was part of a drive to the Roer River, a distance of twelve to fifteen miles. The corps reached its objective in ten days—the time schedule set by army headquarters.

It was a conflict over rough terrain, through numerous small villages and segments of the vaunted Siegfried Line, all of which was fortified and had to be taken one point at a time. In a command then of some 90,000 men, the XIX Corps lost 5,200. The 2nd Armored, which took part in this campaign, lost 164 tanks. Other units also had heavy losses.

Then came the now-famous "Battle of the Bulge," which broke just south of McLain's corps. He sent two divisions immediately to try and hold the breach at the breakthrough. He then was moved into the Hurtgen Forest and took over five divisions of the VII Corps to beef up his decimated corps and defend the north side of the hinge throughout the Bulge conflict.

In January of 1945, moving back from the Hurtgen Forest to his former area, McLain regained three old divisions, plus two others, and in a drive toward the Rhine forced a crossing of the Roer and hit the Rhine ahead of other allied troops. He took Neuse and Dusseldorf on the way, then the industrial center of Munchen-Gladbach in the Ruhr.

General William Simpson, commanding the Ninth Army, of which McLain's corps was a part, designated another corps to force a crossing of the Rhine. That effort was made in March by the 21st Army Group. McLain's corps was retained to break through the German lines after a bridgehead had been made. On April 1 this was done and the XIX Corps joined up with the corps of Lieutenant General J. Lawton Collins, coming up from Remagen.

Then McLain pushed on toward Berlin, facing stiff fighting in the Teutoburger Wald. Soon he was in a unique position. Part of his command faced west back toward the Ruhr, while some of it fought east with his main force. This made three infantry divisions fighting along the Weser River, and two and a half divisions plus a cavalry group fighting an opposite direction. The two fronts were 125 miles apart.

This portion of McLain's war action was then taken over by other units and he was ordered to drive on to the Elbe river and Germany proper. He spearheaded the action by the 2nd Armored, with the 30th and 83rd Infantry divisions on its flanks. They reached the Elbe on April 11, 1945, and jumped it. Two bridgeheads were made across the river. This could have led to the corps being in Berlin within twenty-four hours, but a political decision stopped it. With that decision, McLain's major combat action of the war also ended.

He later was sent back to the Frankfort area where he governed three Hesse provinces on occupation. In May of 1945 he returned to the United States, where he had the most severe gall bladder attack yet experienced. He went to Walter Reed Army Hospital for surgery. A second operation was needed later to get that trouble under control.

McLain then returned to Oklahoma City to recuperate and await separation from the Army of the United States, which as a guardsman was his proper alignment. General Marshall, however, had other ideas. Without consulting McLain, Marshall sent his name to the Senate for confirmation as a permanent brigadier in the regular army—or United States Army—a slight shift of initials from AUS. His temporary two-star rank continued. Then came a boost to three stars, which he held until retirement at age sixty-two in May of 1952, after seven years in the Pentagon.

McLain was "loaned" to Oklahoma to reorganize and reactivate the 45th Infantry division. He served in the Office of Information in Washington. He was chairman of the Equipment Policy Board where he had some positive, and sometimes accepted, ideas on "wheels and tracks" for cost and combat effectiveness. His major thesis was that "the weapon should be adapted to the target." You don't use a sledgehammer to kill a cockroach.

In 1950 the congress passed a law requiring all major services to have a comptroller. Testifying before a Senate committee, General-of-the-Army

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McLain sworn in as the first statutory army comptroller in 1949. Also in the photograph are Bertha McLain, the general's wife, Gen. J. Lawton Collins, Chief of Staff (left), and Gordon Gray, Secretary of the Army (Courtesy of Roy Stewart).

Omar Bradley, now head of the combined chiefs, objected to language in the bill that said such a comptroller should be a civilian.

"Gentlemen," Bradley said, "we've got a man in our shop who knows more about banking than most bankers—and is one of the best fighting men we had in the ETO. He should be the army comptroller." So the language was changed to "civilian or military." Confirmed after appointment, the three-star Oklahoman thus became the first statutory comptroller general of the army. He instituted some worldwide reforms that still are used. At the Pentagon he was one of the most popular officers, at least from the standpoint of visual recognition. He handled a budget in excess of \$30 billion during the Korean War.

When McLain retired, there was a parade for him by the ceremonial troops at Fort McNair in the District of Columbia. That was followed by a reception given by General J. Lawton Collins, then chief of staff, which included a list of invited Oklahoma friends of McLain. He returned to his civilian pursuits but was named to the board studying Universal Military

Training. He returned in December of 1954 to Washington for a meeting of the UMT group, was stricken ill, and turned into Walter Reed Hospital. There he died from leukemia. He had been writing his views on training, knowing death was but days away, a valiant and courageous soldier to the last. He was our greatest citizen soldier.

*Roy P. Stewart is a former journalist, an award winning author, and a distinguished historian. He served a total of twenty-two years in the military in three hitches in different assignments, after his first enlistment in "D" Battery, 158th Artillery, 45th Division, in 1924. His tours were 1924-29, 1942-51 and 1955-65, in grades from corporal to colonel.

He was a long time friend and military associate of Raymond S. McLain. This included peacetime maneuvers in Louisiana in 1940 and 1941, training camps at Fort Sill and Camp Barkeley, and numerous summer training periods, part of the time when Stewart accompanied the Thunderbirds as a correspondent.

When the three-star general was comptroller general of the U.S. Army at the Pentagon, Stewart was the Washington correspondent for *The Daily Oklahoman* and visited frequently with the general. The two were collaborating in planning and outlining a book for the general's memoirs when McLain died. This article is based upon notes of both persons and upon close field observations at different times in a number of places over the years. Illustrations are taken from those given to the author by the great citizen soldier.