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Thank you General, for that introduction. It's a pleasure to be back here at West Point, although as I often say, it's always a pleasure to be away from Washington, D.C.

One of the greatest privileges of serving as Secretary of Defense over the last 4-plus years is the opportunity to visit the service academies – to speak to and hear from the future leadership of the finest military in the world. This will be the fourth – and final – time that I address the cadets of the U.S. Military Academy as Secretary of Defense. The last time I spoke to the entire corps of cadets in 2008, it was an evening lecture on strategy and leadership that ran to nearly 50 minutes. Rumor has it that there were a few stalwart cadets still awake at the end. Knowing most of you have been up since dawn, and knowing that the Firsties get to start their 100th Day weekend celebrations when I'm done here, I've decided to make this presentation much shorter.

Nonetheless, I did want to take this last opportunity to share some thoughts with you, and through you to the Army as a whole, about the institution you will someday lead – the United States Army – and how it can better prepare itself, and in particular its leaders, for a complex and uncertain future. No doubt the Army's challenges are daunting and diverse – supporting families, caring for wounded warriors, dealing with post-traumatic stress, doing right by soldiers, strengthening the NCO corps, training and equipping for the future, and finding a way to pay for it all. Today, I'd like to focus on three interrelated issues:

- The future of conflict, and the implications for the Army;
- How best to institutionalize the diverse capabilities that will be required; and
- The kinds of officers the Army will need for the 21st Century, and how the service must change to retain and empower those leaders.

When you receive your commission and walk off the parade field for the last time, you will join an Army that, more than any other part of America's military, is an institution transformed by war. The change has been wrenching for a service that a decade ago was essentially a garrison army, a smaller version of the Cold War force that faced down the Soviets in Europe and routed Saddam's divisions from Kuwait – a force mainly organized, trained, and equipped to defeat another large modern army.

The Army's ability to learn and adapt in recent years allowed us to pull Iraq back from the brink of chaos in 2007 and, over the past year, to roll back the Taliban from their strongholds in Afghanistan. As one of your former professors from the SOSH department, now the Army's vice chief of staff, General Pete Chiarelli, once said it is important that the hard fought lessons of Iraq and Afghanistan are not merely "observed" but truly "learned" – incorporated into the service's DNA and institutional memory.

Which leads to the first major challenge I see facing the Army: How will it structure itself – how will it train and equip – for the extraordinarily diverse range of missions it will face in the future? There has been an overwhelming tendency of our defense bureaucracy to focus on preparing for future high-end conflicts – priorities often based, ironically, on what transpired in the last century – as opposed to the messy fights in Iraq and Afghanistan. But without succumbing to what I once called "next-war-itis," I do think it important to think about what the Army will look like and must be able to do after large US combat units are substantially drawn down in Afghanistan – and what that means for young leaders entering the force.

We can't know with absolute certainty what the future of warfare will hold, but we do know it will be exceedingly complex, unpredictable, and – as they say in the staff colleges – "unstructured." Just think about the range of security challenges we face right now beyond Iraq and Afghanistan: terrorism and terrorists in search of weapons of mass destruction, Iran, North Korea, military modernization programs in Russia and China, failed and failing states, revolution in the Middle East, cyber, piracy, proliferation, natural and man-made disasters, and more. And I must tell you, when it comes to predicting the nature and location of our next military engagements, since Vietnam, our record has been perfect. We have never once gotten it right, from the Mayaguez to Grenada, Panama, Somalia, the Balkans, Haiti, Kuwait, Iraq, and more – we had no idea a year before any of these missions that we would be so engaged.

The need for heavy armor and firepower to survive, close with, and destroy the enemy will always be there, as

veterans of Sadr City and Fallujah can no doubt attest. And one of the benefits of the drawdown in Iraq is the opportunity to conduct the kind of full-spectrum training – including mechanized combined arms exercises – that was neglected to meet the demands of the current wars. Looking ahead, though, in the competition for tight defense dollars within and between the services, the Army also must confront the reality that the most plausible, high-end scenarios for the U.S. military are primarily naval and air engagements – whether in Asia, the Persian Gulf, or elsewhere. The strategic rationale for swift-moving expeditionary forces, be they Army or Marines, airborne infantry or special operations, is self-evident given the likelihood of counterterrorism, rapid reaction, disaster response, or stability or security force assistance missions. But in my opinion, any future defense secretary who advises the president to again send a big American land army into Asia or into the Middle East or Africa should "have his head examined," as General MacArthur so delicately put it.

By no means am I suggesting that the U.S. Army will – or should – turn into a Victorian nation-building constabulary – designed to chase guerrillas, build schools, or sip tea. But as the prospects for another head-on clash of large mechanized land armies seem less likely, the Army will be increasingly challenged to justify the number, size, and cost of its heavy formations to those in the leadership of the Pentagon, and on both ends of Pennsylvania Avenue, who ultimately make policy and set budgets.

What we can expect in the future is that potential adversaries – be they terrorists, insurgents, militia groups, rogue states, or emerging powers – will seek to frustrate America's traditional advantages, in particular our ability to shoot, move and communicate with speed and precision. From the look of things, the Army will not repeat the mistakes of the past, where irregular warfare was shunted to the side after Vietnam. The odds of repeating another Afghanistan or Iraq – invading, pacifying, and administering a large third world country – may be low. But in what General Casey has called "an era of persistent conflict," those unconventional capabilities will still be needed at various levels and in various locations. Most critically to prevent festering problems from growing into full-blown crises which require costly – and controversial – large-scale American military intervention.

A second challenge that I believe faces today's and tomorrow's Army – your Army – is whether and how the Army can adapt its practices and culture to these strategic realities. From the beginning of the wars in Iraq and Afghanistan, our soldiers and junior- and mid-level leaders down range have been adjusting and improvising to the complex and evolving challenges on the ground – in many cases using the Internet, especially tools of social media, to share tactical lessons learned in real time with their colleagues at the front or preparing to deploy back here in the United States.

As one would expect, it took some time for the bureaucracies here at home – an Army and a Defense Department structured primarily to prepare for war, not to wage war – to respond with remotely similar agility. But with inspired leadership and creative thinking the progress has been real. For example, the doctrine for the new Advise and Assist Brigades was developed and fielded in a couple of months, and over the past two years these reconfigured units have played a key role in the successful transition to full Iraqi security responsibility.

But the important question then is: how can the Army prepare, train, and retain officers with the necessary multifaceted experience to take on a broad range of missions and roles? Where there is not one, but many doctrines in play, often simultaneously. For example, given the ongoing and prospective requirements to train, equip and advise foreign armies and police, how do we institutionalize security force assistance into the Army's regular force structure, and make the related experience and skill set a career enhancing pursuit?

I hope you take some instruction and inspiration from the career of Russell Volckmann, Class of 1934. At the outbreak of World War II Volckmann was serving as a full-time embed in the Philippine army. After the Japanese invasion, Volckmann fought alongside his Philippine unit, and rather than surrender, he disappeared into the jungles and raised a guerrilla army of more than 22,000 men that fought the Japanese for the next three years. When the Japanese commander finally decided to surrender, he made the initial overtures not to General MacArthur, but to Volckmann, who went on after the war to help create the Green Berets. My point: if you chart a different path, there's no telling the impact you could have – on the Army, and on history.

Indeed, the Army has always needed entrepreneurial leaders with a broad perspective and a diverse range of skills. As President Kennedy put it, speaking on these grounds half a century ago, "your military responsibilities will require a versatility and an adaptability never before required in war or in peace." And for an era of full spectrum conflict, when we confront security dilemmas that Kennedy called "new in intensity, ancient in origin," America can succeed only with leaders who are themselves full-spectrum in their thinking. The military will not be able to train or educate you to have all the right answers – as you might find in a manual – but you should look for those experiences and

pursuits in your career that will help you at least ask the right questions.

Maxwell Taylor, class of '22, was an Asia foreign area specialist in the 1930s before becoming the famed commander of the 101st airborne, superintendent of West Point, and later Army Chief of Staff and Chairman of the Joint Chiefs. He once observed of his fellow academy grads that, "the goats of my acquaintance who have leapfrogged their classmates are men who continue their intellectual growth after graduation."

So in addition to the essential troop command and staff assignments, you should look for opportunities that in the past were off the beaten path, if not a career dead end – and the institutional Army should not only tolerate, but encourage you in the effort. Such opportunities might include further study at grad school, teaching at this or another-first rate university, spending time at a think tank, being a congressional fellow, working in a different government agency, or becoming a foreign area specialist. On that last note, I would encourage you to become a master of other languages and cultures, a priority of mine since taking this post. A pilot program begun in 2008 to incentivize ROTC cadets to learn foreign languages has grown from a couple dozen participants to some 1,800 today.

It is incumbent on the Army to promote – in every sense of the word – these choices and experiences for its next generation of leaders – the junior- and mid-grade officers in Army ranks who represent the most battle-tested group in its history. More so, in fact, than many of the superiors they might report to. The U.S. military has always distinguished itself from other countries by the degree of trust and responsibility placed on its small unit leaders. But Iraq and Afghanistan – called the "captains' wars" – have taken this trend to a new level, where officers of lower and lower rank were put in the position of making decisions of higher and higher degrees of consequence and complexity. Officers now poised to take what they've learned to shape the institution to which they've given so much – as some are now doing as your instructors here at West Point. The diversity of experiences and essential adaptability of this generation are crucial to dealing the complexity of conflict in this century.

Which brings me to the third and greatest challenge facing your Army, and frankly, my main worry. How can the Army can break-up the institutional concrete, its bureaucratic rigidity in its assignments and promotion processes, in order to retain, challenge, and inspire its best, brightest, and most-battled tested young officers to lead the service in the future? After the major Afghan troop deployments end in 2014, how do we keep you and those 5 or 10 years older than you in our Army? This is something I've discussed many times with the current service leadership and with General Dempsey, the TRADOC commander, before recommending him to the President as the next Army Chief of Staff.

The context for this discussion is that the institutional Army, for the better part of the past decade has understandably, and appropriately, been consumed by "force generation" – manning units for deployment to Iraq and Afghanistan in response to the orders of America's civilian leadership. I will never forget one of my first decisions as Secretary of Defense in early 2007, which was to extend Army combat tours from 12 to 15 months, including for units that had spent less than a year at home. This was perhaps my most difficult decision over the past four years because I knew the hardship this would place on those who had already borne so much for this country. But the alternative was a disaster for our country and for Iraq. And the Army did as ordered and much more. One result is that you will be joining a force that has been decisively engaged for nearly a decade. And while it is resilient, it is also stressed and tired.

The effect of the Army's necessary focus on preparing and manning units for Iraq or Afghanistan has provided younger officers, especially those in high demand combat and support specialties, little opportunity to do more than catch their breath and then get ready for the next deployment. And on top of the repeat deployments, there is the garrison mindset and personnel bureaucracy that awaits them back home – often cited as primary factors causing promising officers to leave the Army just as they are best positioned to have a positive impact on the institution.

Consider that, in theater, junior leaders are given extraordinary opportunities to be innovative, take risks, and be responsible and recognized for the consequences. The opposite is too often true in the rear-echelon headquarters and stateside bureaucracies in which so many of our mid-level officers are warehoused. Men and women in the prime of their professional lives, who may have been responsible for the lives of scores or hundreds of troops, or millions of dollars in assistance, or engaging in reconciling warring tribes, they may find themselves in a cube all day re-formatting power point slides, preparing quarterly training briefs, or assigned an ever expanding array of clerical duties. The consequences of this terrify me.

Furthermore, the creation and increasing number of autonomous Brigade Combat Teams, the substantive growth of

other agencies, headquarters and support bureaucracies, and simply meeting the needs of a bigger Army at war have created a voracious demand for mid-level staff officers. The result of meeting these shortfalls has been essentially automatic promotion for elevation to Major and Lieutenant Colonel.

A few years ago a brigade commander in Baghdad – Colonel, now Brigadier General, J.B. Burton – wrote a memo reflecting on the feedback he was getting from some of his officers about the factors that influenced them to stay in or leave. They talked about finding respite from the deployment treadmill, getting an opportunity to start or re-acquaint themselves with their families, to develop themselves intellectually through graduate education or other non-conventional assignments. One of the chief complaints was that the personnel system was, "Numb to individual performance and [had] begun to see every officer as equal."

One thing I have learned from decades of leading large public organizations is that it is important to really focus on the top 20 percent of your people and, though it may be politically incorrect to say so, the bottom 20 percent as well. The former to elevate and give more responsibility and opportunity, the latter to transition out, albeit with consideration and respect for the service they have rendered. Failure to do this risks frustrating, demoralizing and ultimately losing the leaders we will most need for the future.

The promotion rates have started to decrease and, as a matter of course, will decrease further as overseas deployments wind down. I've tried to do my small part to alleviate this situation by ordering the military to pare down the size and number of its headquarters along with reducing the number of general and admirals by nearly 100 – and twice as many civilian executives. One hoped for effect of these reforms is to reduce the number of personal staff and support positions, and in turn alleviate somewhat the demand on the military services to produce the field grade officers to fill those billets. This is an effort I've encouraged the services to continue, including the Army, in the years ahead.

A more merit-based, more individualized approach to officer evaluations could also do much to combat the riskaverse, zero-defect culture that can take over any large, hierarchical organization. One that too often incentivizes officers to keep their head down, avoid making waves, or disagree with superiors. The Army has been fortunate throughout its history to have officers who, at critical times, exercise respectful, principled dissent. Men like General George Marshall, who rose to high rank and greatness even as he told blunt truths to superiors ranging from Blackjack Pershing to Franklin D. Roosevelt. But no doubt that takes courage, and entails real risk, especially given the current system. In an article for Military Review following his tenure as a corps commander in Iraq, General Chiarelli suggested that, while the opinions of an officer's superiors should hold the most sway, it's time that the Army's officer evaluations also consider input from peers and, yes, subordinates – in my view the people hardest to fool by posturing, B.S. and flattery. And as two Iraq veterans, then-Lieutenant Colonels John Nagl and Paul Yingling, wrote in a professional journal some years ago, "the best way to change the organizational culture of the Army is to change the pathways for professional advancement within the officer corps. The army will become more adaptive only when being adaptive offers the surest path to promotion."

Several years ago, it caused something of a stir when we brought General Petraeus back from Iraq to chair a promotion board, to make sure that those colonels who had distinguished themselves in war – including those who advised Iraqi and Afghan forces – got due consideration for elevation to brigadier general. And since then, due to statutory changes and cultural shifts, officers who don't have cookie-cutter backgrounds, who may not have punched all the traditional tickets, have more of an opportunity to reach higher rank. But the tendency of any big bureaucracy is to revert to business as usual at the first opportunity – and for the military, that opportunity is, if not peacetime, then the unwinding of sustained combat.

There have been a variety of suggestions and ideas put on the table in various venues and publications to give officers – after their initial platoon, company or battalion-level tours – greater voice in their assignments and flexibility to develop themselves personally and professionally in a way that enhances their career and promotion prospects. For example, instead of being assigned to new positions every two or three years, officers would be able to apply for job openings in a competitive system more akin to what happens in large organizations in the private sector. The former commander of U.S. forces in Afghanistan, Lieutenant General David Barno, class of '76, has written that, "in a smaller professional force competing for talent with the Googles of the world," reforming this system is a "must do" for the Army to keep its best and brightest leaders.

Having said that, when all is said and done, this is the United States Army. It's not Apple. It's not General Electric. And it's not the Red Cross. Taking that oath and accepting that commission means doing what you are told and going where you are needed. And as practical matter, one cannot manage tens of thousands of officers based on "What color is your parachute?" But just as the Army has reset and reformed itself when it comes to doctrine, equipment, and training, it must use the eventual slackening of overseas deployments as an opportunity to attack the institutional and bureaucratic constipation of Big Army, and re-think the way it deals with the outstanding young leaders in its lower- and middle-ranks.

I have spent the last few minutes addressing some of the real challenges facing the Army, and discussed some of the frustrations experienced by bright young leaders working in any large bureaucracy. But I would like to close by telling you why I believe you made the right choice, and indeed are fortunate, to have chosen this path. Because beyond the hardship, heartbreak, and the sacrifice – and they are very real – there is another side to military service. You have an extraordinary opportunity – not just to protect the lives of your fellow soldiers, but for missions and decisions that may change the course of history. You will be challenged to go outside your comfort zone and take a risk in every sense of the word. To expand what you thought you were capable of doing when it comes to leadership, friendship, responsibility, agility, selflessness, and above all, courage. And you will be doing all of this at an age when many of your peers are reading spreadsheets and making photocopies.

One of my favorite quotes from the Revolutionary War era is from a letter Abigail Adams wrote to her son, John Quincy Adams. She wrote him, "these are times in which a genius would wish to live. It is not in the still calm of life or [in] the repose of a pacific station that great characters are formed. ...great necessities call out great virtues."

I typically use that quote in commencement addresses encouraging public service at civilian universities, but those words apply most of all to you, on whose brave and broad young shoulders this era's "great necessities" will be borne. Each of you – with your talents, your intelligence, your record of accomplishments – could have chosen something easier or safer and of course better-paid. But you took on the mantle of duty, honor and country; you passed down the Long Gray Line of men and women who have walked these halls and strode these grounds before you – more than 80 of whom have fallen in battle since 9/11. For that, you have the profound gratitude and eternal admiration of the American people.

As some of you have heard me say before, you need to know that I feel personally responsible for each and every one of you, as if you were my own sons and daughters, for as long as I am Secretary of Defense that will remain true. My only prayer is that you serve with honor and return home safely. I personally thank you for your service from the bottom of my heart, I bid you farewell and ask God to bless every one of you.