**“Today I am the Colonel’s Orderly…”**

***Serving as Emory Upton’s clerk, Albert Jennings preserved the colonel’s unrecorded farewell address to the 121st New York***

By David A. Welker and Jeffrey Fortais

Although Private Albert N. Jennings served the Union cause throughout most of the war and survived wounding at the Battle of the Wilderness, regimental books described him as “a good soldier but lacks constitution.” Born 15 October 1837, the oldest and only son of Samuel and Catherine Jennings, little is known about Albert’s childhood in the tiny Upstate hamlet of Salisbury, New York. Similarly, Albert’s reasons for leaving his family’s farm at age 24 to join the army remain a mystery. Perhaps he was inspired by patriotism or maybe it was a means to impress 18-year-old Martha “Mattie” Woolever, a local girl to whom he had taken a shine. Thanks to a series of wartime dairies Albert kept, however, we know a good deal more about his life after 13 August 1862, when he enlisted in the 121st New York’s Company H.

Today the 121st New York Infantry is one of the Civil War’s most famous Union regiments, but it got off to a very rocky start when mustered into existence on 23 August 1862 and 946 men—including Private Jennings—and 36 officers swore to serve the Union cause for three-years. Recruited mainly from Otsego and Herkimer Counties in Upstate New York by Richard Franchot—who represented the two counties in Congress and became the 121st’s first colonel—the regiment left for Washington city after only one week of drill and without anyone having been issued, much less having learned to load or fire, their muskets.

Arriving at Fort Lincoln in Washington’s northwest defenses on 3 September, the men finally received English-made Enfield rifle muskets and began learning the manual of arms and how to load and fire their weapons. Only four days later, the regiment left Fort Lincoln in the middle of the night without any of its equipment—tents, blankets, drums and bugles, or even the companies’ vital descriptive books—expecting to return after a brief skirmish. The regiment never made it back to the fort or recovered its original gear, a disaster the men blamed on their green-as-grass commander, Colonel Franchot. Joining Major General William B. Franklin’s VI Corps—assigned to Major General Henry Slocum’s First division and Colonel Joseph Bartlett’s Third brigade—the 121st instead chased Lee’s Confederate army into Maryland, witnessing but not participating in the battles of South Mountain and Antietam. Having avoided combat—thanks largely to Slocum’s fears for the green regiment’s performance—the 121st men nonetheless suffered for weeks with nothing but their uniforms for cover at night and in the rain, a condition that fostered growing resentment of their leader. Perhaps knowing he was in over his head, Colonel Franchot resigned his commission after only one month. If the men appreciated Franchot’s decision, they would soon certainly have cheered the departing colonel’s final military act. Determined to leave his regiment in the capable hands of a professional officer, Franchot used his friendship with General Slocum to ensure his hand-picked replacement was Captain Emory Upton.

Upton assumed command of the 121st on 25 October 1862 and immediately implemented his own program to transform these volunteers into a crack fighting unit. He set the men into the daily routine prescribed for the US Regulars—packed with various drills and a training program—and established certification tests to ensure officers at all levels knew their roles. Upton instituted strict behavior rules—spitting was forbidden and attention demanded during formations—and instituted new hygiene and medical practices to repair the physical toll from the Maryland Campaign’s exposure. Upton cracked down on desertion and “French leave”—being absent without permission—and conducted numerous personal inspections to enforce cleanliness and readiness for the field. And it worked. So noticeable was this transformation that other regiments in Bartlett’s brigade began referring to the 121st New York as “Upton’s Regulars.”

Remaining with the Army of the Potomac’s VI Corps throughout the war, the 121st New York under Upton began amassing one of the Union’s most notable records in battle. Although only lightly engaged in the 13 December 1862 Battle of Fredericksburg—the regiment was south of town on the right flank of the Left Grand Division and spared the full horror of that fight—that was soon to change…

By early 1863, Albert Jennings found himself at Harewood General Hospital outside Washington, DC. Perhaps his “lacking constitution” had put him there rather than in the 121st’s winter camp at White Oak Church near Fredericksburg, Virginia. By month’s end Albert reported to Alexandria’s Camp Distribution—officially the “Rendezvous of Distribution,” it processed men returning to their various units in the field—before rejoining the 121st. Once there, Albert for the first time served as Company H’s clerk—“doing some writing for the captain,” a job he would perform periodically throughout his service—and returned to Colonel Upton’s strict, Regular Army drill and inspection routine.

14 March 1863

Today I have been down to the city to report to headquarters and have been given a berth in the convalescent ward. I do not feel very well. And with all, a little homesick I guess.

30 March

Today we left Camp Distribution about three o’clock. P.M. and arrived at Alexandria at about sundown. As we had to march, we had support at this place and expect to stay here all night. I went on board a steam boat with a young man by the name of Green… I feel quite well.

10 April

Today we have had drill & dress parade and company inspection muster, I wrote some for the captain...

In late May, Albert’s regiment participated in Major General Joseph Hooker’s campaign to draw Lee’s army into the open and to destroy it before moving on Richmond – which would end at the Battle of Chancellorsville. The 121st and its division led crossing the Rappahannock River, precipitating a skirmish with Confederates guarding the river. The IV Corps then waited in the Union rear, guarding the crossings while the rest of Hooker’s force fought at Chancellorsville.

On the evening of 2 May Hooker ordered Major General John Sedgwick to advance the VI Corps through Fredericksburg and join and reinforce the by now-defeated army at Chancellorsville. After successfully driving away Jubal Early’s defenders—in the process taking Marye’s Heights, for which thousands had died the previous December—the 121st and Brook’s First division ran head-long into the South’s last defense line, formed on a ridge near Salem Church. After some of the most desperate fighting Upton’s regiment would endure—in twenty minutes, the regiment lost 137 men killed or wounded; 34 percent of its force—the 121st fell back toward town before retreating back over the Rappahannock in defeat – again.

28 April

Across the Rappahannock. We crossed the river this morning and drove the Rebs back from the river and I have been out on picket today. The Rebs are in plain sight. We crossed [in] pontoon boats. The Rebs fired on the first boats that come over and we had three or four killed.

1 May

Today we laid on [our arms] in line of battle and there is a little skirmishing along the front. It is pleasant, and I am feeling well.

2 May (Battle of Chancellorsville)

Today we had some shells come over from the Reb batteries and we dug rifle pits to screen us. There is a good deal of skirmishing on our front.

3 May (Battle of Salem Church)

Today we advanced on the Rebs. We marched through Fredericksburg and out the road toward Gordonsville. We took the heights above Fredericksburg... We drove the Rebs a few rods and had to fall back. We rallied and drove them back again and held our position. We lost almost half our number.

4 May

Today we have been under fire but have not been engaged. To night we retreated across the river. The Rebs came near flanking us. We were the rear guard and covered our army’s retreat.

After weeks of inactivity and rebuilding from the Chancellorsville debacle, the 121st New York headed north toward the coming fight at Gettysburg. Arriving midafternoon on 2 July, after a brutal 30-mile nighttime march, the 121st and Bartlett’s brigade deployed on Cemetery Ridge just north of Little Round Top to support Sykes’s V Corps (which Albert mistakenly calls the XII Corps). Even after moving to the Little Round Top heights on 3 July the 121st remained in reserve, only witnessing Pickett’s Charge. Albert Jennings recorded the entire experience and the battle’s aftermath in his diaries.

26 June

Today we got up at 3 AM. Broke camp and marched till 4 o’clock P.M. [W]ere rear guard tonight; went and got some cherries & milked some cows. I am somewhat tired. We came through Gainesville, Loudon Co. Va.

27 June

Today we marched to near Poolesville Md. We crossed the river at Edwards Ferry. We passed though a fine section of country. It is now rather damp. We are now in Montgomery Co. Md.

28 June

Today we marched through Poolesville. It is cool and good marching… We come round Sugar Loaf and we marched about 26 miles through a fine section of country. I am well but rather tired.

29 June

Today we broke camp and marched 26 miles. We come through the village of Monroeville, New Market, & Ridgeville and Simons Creek. It was rather damp, so we had a hard march.

30 June

Today we marched about fifteen miles through the village of Westminster, which is quite a nice little village in Carrol Co. Md. I stood the march much better today than I did yesterday.

1 July (Battle of Gettysburg)

Today we have lain in camp all day and have only been after water and sent three letters, one to… M(artha). It is quite pleasant and am feeling quiet well. (Postscript, added in pencil) We marched again tonight. It is quite warm and was about used up.

2 July

Today we marched till four o’clock P.M. After marching all night, I was obliged to fall out but caught up soon after they stopped. We marched through Littlestown (Pa). We came into Penn. in the forenoon. I had just caught up with the Regt. and had to go and support the 12th Corps that was engaged with the Rebs but did not get into the fight & lay on our arms all night but was not disturbed.

3 July

Today we have laid under arms all day and fired at the Rebs, there has been heavy fighting since before noon but none of us are injured. We have thrown up breastworks but have not used it. I am feeling well.

4 July

Today we have been out in front but did not get into a fight and we lay where we did yesterday. There has only been a little picket firing. I have written to my Father & M(artha). We had a heavy rainstorm this afternoon.

5 July

Today we followed up the Rebs, who are retreating. They left their wounded all in our possession. We overtook them about sundown and shelled them some and took two wagons. It is very wet and muddy marching. I stand the march very well.

After chasing Lee’s army back into Virginia, Albert and the 121st New York settled into camp at New Baltimore, with the rest of the Union Army nearby in the Warrenton area. Remaining static all late summer and early fall, Colonel Upton determined the keep his regiment busy—to avoid the trouble plaguing brigade-partner the 5th Maine—by chasing Confederate partisan Colonel John Mosby and his men. Albert Jennings joined in the Mosby hunt at Salem, Virginia and struggled with health issues throughout this period, but also found himself serving as Colonel Upton’s orderly.

8 August

Today we have marched back to camp, having marched all night and arrived at the village of Salem just at daylight and searched the village. I was sick all night and rode part of the way. Today we captured some twenty-five horses, and eight prisoners and arrived in camp about ten o’clock P.M. and found a letter waiting for me from M(artha).

13 August

To day there was a man shot belonging to the 5th Maine. It is very hot, and I have finished writing a letter or two to Mat (Martha). I did not go to the execution.

By early October Albert and the 121st were on the move again, in the Bristoe Campaign. Albert spent his 26th birthday digging rifle pits and rest of the month repeatedly moving camp. On 7 November, Albert and his regiment played a central role in the Second Battle of Rappahannock Station, Colonel Upton’s first opportunity to command a brigade in battle and in which the 121st captured a redoubt and the rifle pits guarding the only Confederate crossing of the Rappahannock. This often-overlooked major Union victory drove Lee’s army farther South and became a point of pride for the 121st New York.

15 October

We marched about ¼ of a mile and built some rifle pits and we are now waiting for the enemy to make their appearance. I am not feeling very well just now being rather lame & sore. It looks like rain. Today I am 26 Yrs. old.

7 November

Today we have broke camp and marched to the Rappahannock Station and where we charged a post and took 308 prisoners and 4 stands of colors. I am quite well.

The 121st New York spent the winter of 1863-1864 near Brandy Station—Albert alternated between guard duty and serving as clerk, the regiment resuming regular drill—and in the spring learned that Colonel Upton had received command of the Second brigade. On 4 May the regiment moved south to open Grant’s Overland Campaign, engaging the first of their many fights that spring in the Battle of the Wilderness. Upton’s brigade and the 121st advanced as the extreme left of Sedgewick’s VI Corps line, which joined the right of Warren’s V Corps. Early in the battle, Albert was shot in the right arm—becoming one of the regiment’s 73 casualties from the Wilderness—a wound that took him from the field, but which would not end his service to the Union.

18 April

Today we came in off picket. It is pleasant. The 6th Corps was reviewed by General Grant. I am quite well.

4 May

We broke camp at daylight and crossed the Rapidan at Jacobs ford at little after noon. I am feeling well.

5 May

We broke camp this morning at five o’clock A.M. and our skirmishers found the Johnnies and there was some heavy fighting all along the line.

6May (Battle of the Wilderness)

To day we put up some defenses and in the fore part of the evening we had a fight. They turned our right flank. I was wounded in the fore front part of the action, between the elbow and shoulder of the right arm. I came out of the fight and had the ball taken out and done at the 2nd Div’s hospital.

Albert’s wounding spared him some of the most costly and dramatic fighting the 121st New York would endure. On 10 May the 121st formed part of the first line in Emory Upton’s daring and innovative attack on Dole’s Salient in the strong Confederate entrenchments at Spotsylvania. The swift, concentrated assault breached the enemy line but failed coordination above Upton’s level undid the Union gains; still, the move earned Upton his general’s star. Upton’s brigade joined the portion of Grant’s army headed to the slaughter at Cold Harbor, although the 121st was in reserve and spared the worst of the fighting. Marching south to Petersburg in mid-June, on 10 July the regiment boarded steamers heading north toward Washington to resist Jubal Early’s advance on the Union capital following his victory at the Battle of Monocacy. The 121st and the rest of the VI Corps arrived at Fort Stevens in northwest Washington in time to drive away Early’s threat, then proceeded on to join Sheridan in the Shenandoah Valley. There the regiment participated in the fighting at Opequon, the Third Battle of Winchester, Fisher’s Hill, and Cedar Creek. Recuperating at Harpers Ferry in November, the regiment bid farewell to General Upton (see “Upton’s Farwell Address Uncovered”)—assigned a division in Wilson’s western cavalry force—before rejoining Grant’s army in the siege at Petersburg in early December.

Albert Jennings returned to the 121st New York at Petersburg after a month-long furlough and five months at Washington’s Emory Convalescent Hospital. Passing once again through Alexandria’s Camp Distribution, Albert traveled by steamer past Fort Monroe to the massive Union supply landing at City Point before boarding a train for Petersburg. Returning to duties as a regimental clerk, within a month Albert was also once again on picket duty.

11 December

Today we sailed up the James river. We arrived at City Point about three o’clock P.M. We were put in a pen and had to lay on the ground in the mud.

13 December – Camp 121st Near Petersburg Va

I am feeling well…I went out to look at the works. We could see the church spires in Petersburg. We are about two miles from the Weldon Railroad and two and one half from Petersburg.

24 and 25 December – Christmas, 1864.

I received a letter from Mattie and her likeness. I am feeling much better. Christmas Sunday: I have been out on inspection and finished a letter to Mattie…

2 February 1865

Today I went out on picket for the first time. There is five on a post. I am feeling well, and it is very pleasant.

Early February brought Albert and the 121st a return to fighting, at Hatcher’s Run, as Grant moved left to overextend and thin Lee’s lines guarding Petersburg. By the end of March, the regiment took part in repulsing Lee’s last assault, at Fort Steadman, before advancing at long last into Petersburg.

6 February (Battle of Hatcher’s Run)

We advanced about three miles and got engaged with the Johnnies. Just before sundown W Greggs was very severely wounded. I am well and come out all right. We were relieved by a portion of the 5 Corps. It is pleasant but cold. Received a letter from Mat(tie).

22 March

Today we were reviewed by Genl. Meade, Wright, Wheaton, and Admiral Porter. It is very hot and pleasant. I am feeling well.

25 March (Fort Steadman)

The Johnnies attacked on our right and we had to go down, but it all was over with when we got there. We come back and went to the left and made a charge on the enemy’s lines and drove them in and took some 400 prisoners. I am feeling well. We only had a few men killed and wounded in our regt. I blistered my feet considerable in the march. It rained a very little.

2 April

This morning at 1 o’clock we moved off to the left. We made a charge on the enemy works and then took them and captured thirteen pieces of artillery and 500 prisoners. [We] had one man killed (J. Hendrix) and a few wounded… Were relieved by the 24th Corps and went down to the right. Near the 9th Corps, [the] 24th Corps and our Brigade were sent down to the left to support the 9th Corps. We were under a pretty sharp fire. I am feeling well. We remained in the enemy works until four o’clock and then advanced on Petersburg, where we arrived and entered the city at day light. Marched through some of the principal streets and were then sent out to patrol the city for prisoners. We stayed until near noon and then returned to our old camp for our knapsacks and remained there one hour and again marched off to the left. We marched until seven o’clock and went into camp for the night – having marched about 10 miles from Petersburg. I am feeling well but rather sore about the feet.

With Petersburg under Union control, Lee and his army abandoned Richmond and the 121st New York joined that portion of Grant’s army heading quickly west in pursuit. During the Battle of Sayler’s Creek, the 121st fought in the action around the Hillsman House and ended the day accepting the surrender of General Lee’s son, Custis Lee, and General Ewell and his corps. By 9 April, Albert and his regiment arrived at Appomattox Court House, where they witnessed the surrender of Lee’s army.

4 April

To day we broke camp at half past three o’clock A. M. and moved out at five o’clock. We marched about 8 miles and went into camp for the night at a little after dark. I am well but somewhat tired.

6 April (Saylor’s Creek; the Hillsman House fight)

I am feeling well, and we broke camp at daylight and moved off by the left flank. We got into a fight before night. G. Lampshear was killed and J. Morris. We had several killed in the Regt. and 14 wounded. We captured Gen Ewell and Gen Lee’s son.

9 April

Today we broke camp at day light and…overtook the second Corps. It is pleasant but there is some cannonading in front. 2pm the Rebel Army was surrendered by Genl Lee. There was considerable noise made in honor of it among the soldiers. There was two hundred guns fired in honor. I am well, and it looks like rain.

The war was over for Albert Jennings and his comrades in the 121st New York. After marching once more to Washington to participate in Grand Review of the Army of the Potomac on 23 May, Albert and the 121st New York were mustered out of service on 25 June 1865, near Hall's Hill, Virginia.

Albert returned home to New York and completed high school. Less than a year after returning home, Albert and Martha Woolever married in the local Baptist church on 19 April 1866. The Jennings moved to nearby Dodgeville, New York, where Albert worked as a carpenter in the Albert Dodge Piano and Felt Factory, until moving to Lloyd, New York sometime before 1900. Albert suffered a heart attack while attending a GAR encampment in Saratoga Springs, New York and passed away on 13 September 1907.

**Upton’s Farwell Address Uncovered**

Albert Jennings recorded General Emory Upton’s farewell address to the 121st New York, given at Harpers Ferry in late November 1864, in the pages of his diary. Remaining in the hospital, Albert never heard the address in person—perhaps he saw a copy while working as the regiment’s clerk—but recorded for posterity the only known version of Upton’s words.

Genl. Upton’s Farewell Address to the 121st Regt NY Vols

In talking of the gallant regt. which I have had the honor so long to command, I cannot refrain from expressing the affection and regard I feel for those brave officers & men with whom I have been so long & pleasantly associated. I thank you everyone for the kindness and courtesy which has ever shown me, and the alacrity with which my orders have been obeyed. Your record is one of honor, and I shall ever with pride claim

association with the 121st Regt. The distinguished past—born by you in the battles of Salem Heights, Rappahannock Station, Wilderness, Spotsylvania, Cold Harbor, Winchester, Fisher’s Hill, Cedar Creek and many others—has made for you a history second to no regt. in the Army. But above all that is the present satisfaction of having voluntarily periled your lives in the defense of the noblest governments on earth

and by your valor helped to place its flag first among nations. Many of you cannot reap the immediate reward of your service but the time is fast approaching when to have participated in your glorious battles will entitle you to the highest respect among men. Let your future rival them in valor and devotion. I leave you in brave hands and part from with you with sincere regret.

Brigadier Gen E. Upton

**Emory Upton: Military Visionary**

Albert Jennings knew Emory Upton as his commanding officer and sometimes supervisor as the 121st New York’s regimental clerk, but the 23-year-old career officer was very much more.

Born on 27 August 1839 in Batavia, New York to a family of Methodist reformers, Emory was a serious young man—given to frequent prayer and study, he reportedly rarely laughed—and an ardent abolitionist long before entering Oberlin College and, in 1856, West Point. Graduating eighth in the Class of 1861, he rose quickly through the ranks, first with the 4th and then the 5th US Artillery, before landing a post on Brigadier General Daniel Tyler’s staff. In this capacity Upton was wounded during the Battle of Blackburn’s Ford—the day before the First Battle of Manassas—refusing to leave the field and his duty. Returning to his 5th US battery, Upton led it through the Peninsula Campaign and rose yet again to command the VI Corps’ First division artillery brigade during the Maryland Campaign, a position that introduced Upton to both General Slocum and the 121st’s Colonel Franchot.

Assuming command of the 121st New York upon Franchot’s resignation—despite having little confidence in volunteers—Upton quickly turned the regiment into “Upton’s Regulars” and led them though the battles reported in Private Jennings’ diary. As the 121st’s colonel at Fredericksburg, Salem Church, and Gettysburg, then as their brigade commander at Rappahannock Station—which earned Emory promotion to the rank of major in the Regular Army—Wilderness, Spotsylvania—where his innovative spirit earned promotion to brigadier general—Cold Harbor, in the Shenandoah Valley, and in repulsing Early’s drive on Washington. Rising again to division command in the VI Corps at the Third Battle of Winchester, Upton was then promoted to major general and given command of a cavalry division in Wilson’s Cavalry Corps in the Western Theater.

Returning to West Point as commandant from 1870-1875, Upton was now in a position to advocate for the army reforms his personal study and Civil War experience suggested the United States needed. Upton had already developed a new tactical system for infantry—abandoning massive line formations in favor of small unit assaults based in part on the operations of Civil War skirmishers—outlined in his 1867 manual *Infantry Tactics*. After conducting a detailed survey of military forces around the world in the wake of the Franco-Prussian War, he wrote *The Armies of Europe and Asia*. This work argued for a larger—though still modest, by European standards—permanent standing US Army and introduced the first moves toward professionalizing the army—advocating regular performance reviews and examination-based promotions—as well as proposing creating a Prussian-style General Staff and establishing service-specific military schools. Upton expanded on these ideas in his draft work *The Military Policy of the United States from 1775,* which was published after his death. Tragically, Upton had for years suffered from tremendous headaches—probably the result of a tumor—which may have caused the 41-year-old Upton to end his life on 15 March 1881.

Although Emory Upton never realized his dreams of a more capable, professional US Army, his ideas and proposed reforms eventually become so influential that he has been likened to US Navy visionary Dennis Hart Mahan. Even today, Upton’s professionalism and pioneering dedication to improving the US Army inspires US military leaders.