A Border City at War:
Louisville and the 1862 Confederate Invasion of Kentucky

STEPHENV. ROCKENBACH

During the American Civil War, the city of Louisville, Kentucky, found itself caught in the middle, politically and geographically, between opposing northern and southern forces. Louisville's location on the Ohio River as well as its link with the newly completed Louisville and Nashville (L&N) Railroad caused Union leaders, especially, to recognize Louisville as a major hub for the movement of federal troops and supplies into the South. The city might also have served as a staging point in the transportation of wounded federal soldiers and Confederate prisoners-of-war northward. And although no pitched battle occurred in or around the city of Louisville itself, the 1862 invasion of Kentucky—the high-water mark of Confederate success in the Bluegrass region—demonstrated both the exigencies and dangers this border city faced. To those living in Kentucky, the mere threat of battle and the movement of armies through the state upset a fragile balance of local Union and Confederate forces and sympathies. Louisville's experience in 1862 therefore demonstrates the complexities of life in a border region, as well as the repercussions of military operations on nearby communities, and it proved to be emblematic of the situation many communities in Kentucky faced.

Louisville, the nation's twelfth largest city by 1860, had prospered economically during the antebellum era, and that fact contributed considerably to its value to the federal government as a center for supply and production once the war began. By 1860, the city housed over seven thousand workers who labored in four hundred manufacturing establishments that produced, among other goods, clothing, shoes, and wagons. In the decade before the war, Louisville's factories had produced jean cloth and ready-to-wear clothing, making it a perfect center for the making of uniforms once the conflict began. Louisville's pork industry, second only to Cincinnati's, had thrived throughout the antebellum years, and during the war it proved useful in producing salt pork, a staple of the Civil War armies. Not surprisingly, the city experienced a boom in business during the war, yielding mate-
rial benefits to merchants, businessmen, and smugglers alike.\(^4\) As a result Louisville gained considerable strategic significance even though it was far from the major battlefields of the Civil War. For example, when Union General Don Carlos Buell occupied Nashville, Tennessee, in February 1862, he used Louisville as a supply base, with the L&N Railroad serving as the lifeline of his army. And when Confederate General Braxton Bragg entered Kentucky in early September 1862 and captured Munfordville, he severed Buell’s line of supply to Louisville and thereby jeopardized both the sustenance of Buell’s army in Tennessee and the safety of Louisville.

Historians and writers have given some attention to Louisville’s role as a potential target of the Confederate invasion of Kentucky, but analysis has been lacking and many accounts include surprisingly little detail. Robert Emmet McDowell’s *City of Conflict* contains a lengthy, albeit romanticized, rendering of Louisville’s part in the Kentucky campaign.\(^5\) And works on the Kentucky Campaign or on its keystone event, the Battle of Perryville, inevitably include an obligatory few pages on Louisville and the surrounding area. The emphasis in these accounts remains on battles or their immediate results. Also, the story is told mainly from the perspective of soldiers defending the city, and thus fails to cover the campaign’s effect on the local population.\(^6\) But the tension and turmoil in Louisville during 1862 arguably affected its civilians far more than any distant battle.

Previous interpretations of the campaign in 1862, however, remain important to the story of Louisville in the Civil War. The primary point of contention among historians centers on Braxton Bragg’s objectives. James Lee McDonough argues that Bragg did not intend to attack Louisville, nor did he engage in a race with Buell through the Kentucky countryside.\(^7\) Bragg only intended to recruit Kentuckians, McDonough argues, as evidenced by the wagons of arms and equipment that accompanied Bragg’s army. Steven E. Woodworth, on the other hand, suggests that Louisville, Cincinnati, and Buell’s army all served as targets of opportunity for Bragg’s army, and that General Bragg was ready to pounce on any one of them once he felt he had the necessary number of troops which could be attained by joining with Kirby Smith’s forces, or by conscription of Kentuckians, or by both.\(^8\) Kenneth Noe concludes that once Bragg had gained control of the Louisville Pike, the general considered fighting Buell and taking Louisville both to be strategic options.\(^9\) Bragg, however, found himself caught in a classic dilemma. On the one hand, he refused to strike Louisville until he had placed the fifteen thousand stands of arms that he possessed in the hands of Kentucky recruits. On the other hand, most pro-Confederate Kentuckians declined to join him in large numbers until Bragg had defeated the bulk of the Union forces in Kentucky. And in Louisville, especially, citizens feared that the grand battle Bragg needed to defeat the Union Army in the state might
occur in their own front-yard, a prospect that itself contributed to the reluctance of some Kentuckians to join the Confederates army.

In the summer of 1862, Confederate leaders—including Generals Braxton Bragg and Kirby Smith, and President Jefferson Davis—recognized the strategic advantages that Louisville and other Ohio River cities offered the Union army and they sought to counter those advantages. They had good reason to believe that they could do this easily. Previous Confederate raids into Kentucky had provided evidence of strong secessionist sentiment within the state. On July 16, 1862, for example, Confederate General John Hunt Morgan wired a report from Georgetown, Kentucky, to Smith, in Knoxville, Tennessee, informing him that twenty-five to thirty thousand men stood ready to join Smith’s army upon his arrival in the state. This information convinced Smith that an advance into Kentucky would enable him to obtain much needed supplies and to strengthen his forces with thousands of new recruits. Moreover, Confederate General P.G.T. Beauregard had advised Smith that it would be in the Confederacy’s best interests for Smith to capture the city of Louisville, gain control of the Ohio River, and destroy the canal that bypassed the falls of the Ohio.

On August 28, 1862, General Bragg began moving his army north from Chattanooga toward Kentucky. By means of an exchange of dispatches, Bragg and Smith devised a new plan in which Bragg’s army would reach central Kentucky before Buell’s Union forces would join up with Smith’s army, and the combined force would capture either Louisville or Cincinnati. General Smith’s Confederate army entered Lexington on September 1, 1862, and Smith dispatched cavalry to Frankfort two days later. As the proximity of Confederate forces to the Ohio River increased, panicked and confused civilians and federal troops throughout the region prepared for anticipated attacks on the region’s key cities. Union authorities declared martial law in Kentucky on September 2, 1862, and Cincinnati and Louisville began calling for troop reinforcements from the North.

At that time, Union commanders in the Ohio Valley had positioned no significant forces between Smith and Cincinnati, and the city appeared susceptible to attack. General Horatio G. Wright, commander of the Depart-
ment of the Ohio with headquarters at Cincinnati, recognized the danger and immediately dispatched General Lew Wallace to the city to prepare its defense. On September 2, 1862, Wallace declared martial law, suspended all business, and called for “citizens for labor, soldiers for the battle.” With the help of Ohio Governor David Tod and several prominent citizens, Wallace organized some seventy-five thousand laborers and armed volunteers to build and defend earthworks and entrenchments in the hills of northern Kentucky. This mass of humanity included the “Black Brigade” composed of African Americans from Cincinnati who had been conscripted to dig entrenchments, and the notorious “Squirrel Hunters,” volunteers from rural Ohio, Indiana, and Kentucky. During the “siege” of Cincinnati competing political and economic factions acted to protect their interests, while at the same time bolstering the Union effort to protect the city. A portion of Smith’s army did move towards Cincinnati, but this proved to be little more than a feint. On September 11, 1862, Confederate troops pulled back from their position south of Covington and Newport, Kentucky, and the crisis in Cincinnati abated.

While Union forces along the Ohio made efforts to keep Smith’s forces in check, troops further south discovered Bragg’s disappearance from Chattanooga. Lincoln became concerned by the recent turn of events and wrote Brigadier General J.T. Boyle in Louisville inquiring about Bragg’s location. Boyle suggested that Bragg was moving into Kentucky in order to join up with Smith, commenting that if they linked up “they will of course move upon this city and scatter our raw recruits as chaff.” On September 10, Buell received confirmation of Bragg’s entrance into Kentucky. Recognizing the danger that the combined armies of Bragg and Smith would pose to Louisville, Buell led his army back into Kentucky.

As Bragg marched northward he received a letter from Smith stating that “some of my signal corps report to me that on the 18th Sept., there were but 1,000 of the enemy in Louisville.” Smith also noted that Union military authorities in the city were receiving reinforcements from Cincinnati, as well as conscripting a thousand black workers to build fortifications. Based on Smith’s information, Bragg decided to direct a combined attack of his and Smith’s men upon Louisville, rather than Cincinnati. As it turned out, a combined attack on the city required more coordination than Bragg and Smith could muster. On September 23 when Bragg arrived in Bardstown expecting to meet Smith and his troops, he found only a letter from Smith stating that he intended to remain near Lexington and would not be joining Bragg’s forces after all.

In mid-September 1862, General William “Bull” Nelson, who had recovered from wounds received at the Battle of Richmond, took control of Union forces at Louisville. He put all of his energy into building fortifications and making other preparations for withstanding an anticipated siege.
tionally, he ordered civilians to be prepared to evacuate the city at a moment’s notice, and he suspended business in Louisville indefinitely. By September 23, the city’s occupants anticipated an attack on Louisville within thirty-six hours, and thereafter excitement and confusion reached a crescendo among local citizens. The city then became the scene of a mass exodus as “all the women, children, and old, decrepit men” fled the city. These dire circumstances provided an opportunity for profiteers, mostly “draymen, hackmen, and owners of express wagons charging enormous prices for hauling goods and passengers.” Although many civilians took refuge in southern Indiana, crowding the bridges across the river, a number of them remained unwilling or unable to leave, including many women who refused to abandon their sons and husbands who served as citizen soldiers. In a letter to his parents one soldier wrote, “Tuesday evening Gen[,] Nelson issued an order that all those who were not enrolled would be formed into companies under experience[,] officers for duty in the trenches.” He also observed guards on almost every street corner checking people’s papers. These sentries seized the unfortunate civilians who did not have passes and conscripted them as labor to work on the city’s fortifications.

Louisville’s defenses consisted of seven forts and a line of entrenchments and rifle pits that formed a semi-circle around the city. General Wright in Cincinnati had sent a message to Louisville as early as September 4, urging those in command to “commence at once to do all you can toward the defenses of the place, by throwing up breastworks, digging rifle pits, &c., calling out citizens, black and white, for the purpose.” Military authorities conscripted approximately one thousand “contrabands” and free blacks as laborers, and one white Louisville resident was amused “to see the soldiers dashing around [and] catching up the darkies.” Some whites, however, complained that the expediency of invasion preparations did not justify “the mixture of white laborers and blacks,” adding that such a measure would be “injurious to order, discipline, and progress.” Other citizens who supported slavery claimed that black men who had been allowed to la-

Print from the German language version of Frank Leslie’s Illustrated Newspaper showing inhabitants of Louisville, principally women and children, camping on the banks of the Ohio River on the night of September 22, 1862. The Filson Historical Society
bor on military defenses might become unwitting spies for the enemy by failing to remain quiet, thus revealing the location of Union positions. Other Louisville residents complained about the damage done to streets and buildings by the many trenches and rifle pits dug within the city. The New Albany Daily Ledger described the fortifications around Louisville as "nothing more than numberless little ditches, perhaps three and a half feet wide, dug at irregular intervals in all directions about the suburbs and even into the back streets of the city." The article also pointed out that as workers had dug trenches through Cave Hill Cemetery they unearthed graves, destroyed monuments and thereby caused much damage to the once ornate and bucolic landscape.

The Ledger was not alone in doubting the protection provided by these last minute attempts to fortify the city. Because Buell believed that Louisville's defenses were not strong enough to withstand an attack, he issued the following instructions to Nelson: "If you have only the force you speak of it would not, I should say, be advisable for you to attempt a defense of Louisville unless you are strongly entrenched; under no circumstances should you make a fight with his whole or main force." Apparently, Buell hoped Nelson could stall Confederate forces long enough for Buell's troops to reach Louisville and attack Bragg from the rear. Nelson, however, did not consider a refusal to fight to be a viable option, and instead used every resource available to him to strengthen Louisville's defenses. His plans included construction of a pontoon bridge across the Ohio River between New Albany, Indiana, and Portland, Kentucky, that facilitated the evacuation of civilians, hastened the flow of reinforcements and, if necessary, would serve as an escape route. In fact, Nelson intended to defend Louisville until forced to withdraw, at which point he would order his troops to set fire to the city before heading across the river to Indiana. Once his troops had made their way safely to the Indiana shore, Nelson planned to have them turn their artillery upon Louisville and decimate the remaining buildings.

Fortunately for Nelson, by September 19, 1862, General Wright, as department commander and thus Nelson's superior officer, considered Smith's withdrawal of troops from the Covington area proof that Bragg's advance no longer threatened Cincinnati. To those observing the Confederate movements, it appeared as if Louisville now had become the target of the combined Con-
federate forces. Certainly, Buell had that impression which explains why he marched his army towards Louisville intending to either engage or intercept Bragg. Consequently, Wright sent a total of thirteen infantry regiments, six gunboats, fifteen steamers and one ferryboat from Cincinnati to Louisville. A soldier whose regiment arrived in Louisville at midnight on September 20, 1862, recorded in his diary the next day that he had heard “plenty of rumors this morning of expected battles.” “Today,” he continued, “our camp Numbers 40 thousand.” Nelson further bolstered his numbers by conscripting male citizens in Louisville by means of General Order No. 4 that was published in the Louisville Evening Bulletin:

All able-bodied men between the ages of eighteen and forty-five years, who are not members of companies reported for duty, are hereby ORDERED to meet before 12 [P.M. of this day, when ample provision will be made to immediately FULLY ARM AND EQUIP THEM. All who fail to comply with this order will be deemed DISLOYAL and immediate steps will be taken to provide for all such in a manner that will prevent them from carrying out their TRAITOROUS PROGRAMME.

On September 23, Nelson considered Bragg’s forces to be close enough to Louisville that an attack could come at any moment. J.H. Tilford, second assistant surgeon of the 79th Indiana Regiment, wrote in his diary that he observed “great excitement in Louisville, [with] women and children leaving by the hundreds.” Nelson ordered all civilian evacuations to be completed by 2 P.M. because he expected Bragg to reach the city by nightfall. On that day, the Louisville Evening Bulletin stated, “Our present information is that Bragg, with his whole force, is marching rapidly upon Louisville, followed rapidly by Buell at a distance of several hours.” The article expressed concern that Bragg would be able to occupy Louisville and its surrounding entrenchments before Buell arrived. While Louisville braced itself for the expected attack, Bragg and his troops remained in Bardstown. After a strenuous march from Chattanooga, Bragg recognized that his troops badly needed rest before heading toward Louisville.

Although the attack on Louisville failed to materialize on September 23 as expected, Nelson refused to let down his guard. The next day a local newspaper advised citizens not to panic if they heard cannons firing because the gunboat Chillicothe was expected to test-fire her guns that afternoon. In addition to the gunboats already in position, Union naval forces also pressed the steamers Cottage, Duke, and Ollie Sullivan into service as gunboats. Excitement in the city continued to run high. A dispatch dated September 24 read: “An attack expected to-night or to-morrow. Buell close upon enemy’s rear. Pontoon bridge being built to move over if necessary.” Nelson remained concerned not only with the city’s defense, but also with offensive
measures that could be taken against the Confederates. He indicated in a letter to Buell that he had thirty-five thousand men, and “I am entrenched, and believe that I can hold the city.” Nelson was eager to bring his troops out from behind his breastworks and attack Bragg once Buell had engaged him, but added that he remained “ready to execute any order.”

At the same time, Nelson also attempted to forestall any pro-Confederate activity among Louisville residents by forcing rebel sympathizers who revealed themselves to perform manual labor such as digging trenches and constructing the pontoon bridge. Other local Unionists took similar measures. On September 23, The New Albany Daily Ledger, for example, advised local Unionists to allow secessionists to “make the most of their joy, for it will be short lived, and then a settlement is in store for them.” The next day the paper made it clear to southern sympathizers taking refuge on the Indiana side of the Ohio River that local Unionists would tolerate their presence only if they remained peaceful and silent, warning that “the she rebels, too, had just as well remain perfectly docile while they remain here.” Two young men from Louisville, both rebel sympathizers, found this out first hand when a Hoosier “knocked them both down and gave one of them a sound threshing [sic]” in retribution for their secessionist talk.

In fact, “Bull” Nelson and other Unionists around Louisville had good reason to be wary of at least some of their fellow Kentuckians. In the countryside outside the city, many would-be rebels anticipated a Confederate attack and sought to facilitate it. Unionist authorities in Shepherdsville arrested the jailer there for trying to signal rebels with skyrockets. And on September 25, citizens with Confederate loyalties in Brandenburg, Kentucky, took up arms and drove out some local Unionists who took refuge across the Ohio River at Mauckport and New Albany. These “rebels” included a Mrs. Taylor who was shooting at a Unionist with her pistol when another Union man returned fire with his Henry rifle, missing the woman’s head by a half inch and causing her to flee inside her house. These exuberant secessionists enjoyed a short period of supremacy in Brandenburg, no doubt expecting Bragg’s forces to liberate Louisville any day. Brandenburg remained under their control until September 29 when Union troops arrived and dispersed.
the secessionists after a small skirmish. In spite of these incidents, most civilians, regardless of allegiance or sentiment, seemed inclined to cooperate with military authorities or simply keep out of their way. Louisville secessionists either stayed put or went over to Indiana. And some Unionist residents also refused to leave the safety of Louisville’s defenses and abandon their homes and property, although the local newspapers reported a steady stream of Unionist refugees streaming into Louisville and southern Indiana.

Louisville’s business community, however, harbored concerns that transcended any sectional preferences. They met the call for a cessation of business with amiable cooperation. Still many Louisville business owners objected to the severity of the measure and wondered why local authorities conscripted employees and closed shops in order to defend the city, especially in view of the fact that the country maintained paid troops for that purpose. The editors of the *Louisville Daily Journal* argued that “the regular means of defense are far more economical at any probable cost than means which are procured by any interference with business.”

James Guthrie, president of the L&N Railroad, ordered his supervisor of operations to form workers into companies and drill them. Because Confederate troops had occupied the rail line south of Louisville and thereby had restricted normal business on the L&N until November, the railroad’s employees had little work. In the meantime, Guthrie informed the company’s stockholders that during the invasion the company had lost $100,000 in damages and material, more than the amount received from federal government contracts since the war began. In sum, even the threat of invasion proved costly to Louisville’s economy.

Businesses in Louisville probably suffered their greatest hardship when forced to close at a time when potential customers—federal troops—packed the city. Even after Union commanders allowed businesses to reopen on September 25, many proprietors were upset to hear that they were not allowed to sell liquor to soldiers. Other entrepreneurs, however, took federal occupation and regulation in stride and simply resumed price gouging. In one instance, a baker on Market Street inflated prices upon learning that a citizen wanted to purchase two hundred cakes to give to hungry soldiers. Perhaps some merchants who raised prices merely attempted to compensate for being forced to close for a time, but customers and soldiers alike became appalled at this opportunistic behavior. Whether legitimate or illegitimate, most aspects of business in Louisville suffered during the crisis, with prices and market activity only recovering in the middle of October. The notable exceptions were military items such as uniforms, accoutrements, and firearms—including the latest in weapons technology, Henry repeating rifles—which could be had from the senior editor of the *Louisville Daily Journal*, George Prentice, for purchase by “good Union men.”
Perhaps the greatest threat to Louisville's security lay not in military invasion or economic distress, but in the possibility of infiltration of the city by Confederate forces in the form of cavalry probes and even spies. Louisville Unionists suspected that, given the opportunity, some of their neighbors would knowingly furnish information to Confederate agents. On at least two occasions, Unionists apprehended rebel spies in the city. William Harper, a Unionist refugee from Woodford County, while walking down Main Street met two men whom he recognized as members of Morgan's cavalry. In fact, these men had captured Harper earlier in the war. The rebel spies, upon seeing Harper, fled immediately and then split up. Harper followed one of them into a nearby cellar, where he captured him.

In a similar incident, Lincoln Conkey, a Union soldier scouting on horseback outside Louisville, encountered four rebel soldiers whom he suspected of spying for the Confederate Army. Conkey passed himself off as a Confederate soldier and camped with the men after agreeing to accompany them into the city in the morning. The next day, they entered the city and went directly to a tavern. While there, Conkey sent word to his commanding colonel who arranged the group's capture, including Conkey. A court tried Conkey with the rebels in order to prevent his true identity from being discovered, but his "captors," of course, later released him while the true rebels remained in chains. Both instances of rebel infiltration occurred between September 23 and September 25 when apprehensions of an attack on the city had reached their apex. This covert Confederate activity furthered Union suspicions that the rebel army was preparing to attack the city.

The rebels and their allies were not the only ones causing trouble in the Louisville area during the crisis in 1862. Some Union soldiers menaced the citizens of Louisville and the surrounding area almost as much as the Confederates. As the build-up of troops took place, some Union soldiers—mostly men among the recently recruited and largely untrained troops defending Louisville—committed acts of harassment, vandalism, theft, and violence. On at least two occasions, Union sentries shot and killed fellow soldiers whom the sentries found roaming the streets at night without passes and who attempted to avoid arrest. In New Albany, there were several disturbances involving Union soldiers acquiring or consuming alcohol, and three such altercations resulted in the arrest of the offending soldiers. On the night of September 23, a group of Union soldiers took it upon themselves to "patrol" the streets of Louisville, and occupied themselves by harassing citizens, even stopping women and "questioning them rudely, examining packages which they carried, and in some cases treating them to gross insult."

With so many troops in the city and the surrounding countryside it became difficult to supply them all with food. Consequently, Union soldiers did a good deal of "foraging" once they reached Louisville. In many cases, civilians faced considerable economic loss as a result of the soldiers' foraging.
Carl Schwartz's vineyard proved very popular among the soldiers camped nearby, and the vineyard owner estimated “that more than 250 to 300 gallons of wine were given away to them or stolen by them in grapes.” Schwartz succeeded in saving most of his crop by harvesting the grapes on September 18 and pressing them into 810 gallons of grape juice, which he safely stored in his cellar.

The pandemonium only increased when Buell's troops began to arrive in the city on and after September 24. Foraging began as soon as commanders allowed their bedraggled soldiers to stop. As a result, a good portion of the local chicken population disappeared along with many local crops, including a field of potatoes on Goose Island that a famished regiment picked clean in a little over an hour. Some of the more grateful Louisville residents offered meals to officers and soldiers alike, and many locals succeeded in smuggling liquor into the camps despite the ban against it.

Food and drink were not the only items prone to disappearance. Upon arriving in Louisville at two o'clock A.M. on September 26, Captain John W. Tuttle, commanding Company H of the 3rd Kentucky Infantry, ordered his men to tear apart fences, outhouses, and other small wooden structures to use as firewood.

The likelihood that a battle would occur within Louisville's city limits all but vanished when the first of Buell's troops, commanded by Major General Thomas L. Crittenden and consisting of twelve thousand men and six artillery batteries, crossed the Salt River on September 24, 1862. Nelson confidently informed Buell that “Louisville is now safe. We can destroy Bragg with whatever force he may bring against us. God and liberty.” Consequently, on September 25 many citizens breathed a sigh of relief. One young man noted in a letter to his parents that “those who went a short distance from the city are returning.” Nelson ordered business to resume in the city and soldiers again allowed residents to “pass with out being molested or called upon to show their passes.” Louisvillians also saw other signs that promised a return to normality. One individual who just signed his name “William” wrote: “I notice the wagons are coming from the other side of the
river with the stores that were taken over the other day...the city is perfectly safe.” President Lincoln, however, did not share William’s appreciation of Buell’s timely arrival in the city. Weary of generals like George McClellan who would not or could not pursue and attack the enemy, Lincoln believed that Buell likewise had been negligent in not catching and engaging Bragg’s forces before Bragg entered Kentucky. On September 24, Buell received a letter from General Halleck ordering him to “turn over [his] command to [Major-General Thomas] and repair to Indianapolis, Ind., and await orders.” Thomas, however, declined the command and Halleck eventually suspended the order allowing Buell to retain command of his forces.

Louisville proper appeared to be safe from Confederate attack, but Union and Confederate detachments, mostly cavalry, vied for control of areas outside the city limits. Both sides sent troops out into the countryside to perform reconnaissance, and some skirmishing took place. Local sources reported that Bragg’s main army still occupied Bardstown and was engaged in mass foraging activities. Confederate commanders deployed cavalry around Louisville in order to gain information about Buell’s army and delay any possible advance Buell might make against Bragg’s forces in Bardstown. On September 27, scouts informed Colonel Richard Jacob, commander of the Union 9th Kentucky Cavalry, of the presence of Confederate troops in Middletown, Kentucky. A total of 1,300 Confederate cavalry under Colonel John Scott retreated through the town and made a stand about a mile east of Middletown. After a short exchange of fire that resulted in one Confederate casualty, Union troops disengaged and returned to their camp located west of Middletown.

The skirmishing continued the following day as Confederate troops continued to test the alertness of the city’s defenders. On September 28, Scott positioned the 3rd Tennessee Cavalry and a battery of mountain howitzers one and a half miles from a Union cavalry position at Gilman’s Point, located five miles east of Louisville. Cavalry troopers from the 2nd Michigan approached the battery, but withdrew under fire until they were
out of range. Finally, Confederate troops got closest to the city of Louisville on September 29 when a detachment of cavalry proceeded up the Frankfort Pike towards Gillman’s Point. Casualties from the ensuing skirmish included a Federal picket. The Louisville Daily Journal reported that, in the course of this action, approximately two hundred Confederate cavalrymen surrounded the home of a local man and threatened him with violence unless he guided them into the city. Before the Confederates and their unwilling guide were able to set off, however, Union troops managed to regroup and bring a mountain howitzer into firing position. Fearing a Union attack, the Confederate cavalrymen retreated to Middletown.

On the morning of September 29, Lieutenant Colonel Robert Stewarts with the 2nd Indiana Cavalry and a detachment of the 1st Kentucky Cavalry headed toward New Haven, Kentucky. A squad of the 1st Kentucky rushed a group of Confederate pickets and captured them without a fight. The Union cavalry then proceeded into the town of New Haven, where they encountered the camp of the 3rd Georgia Cavalry. Buell’s cavalry divisional commander, Colonel John Kennett, described the outcome in a letter to Colonel Joseph B. Fry: “By this morning’s dispatch I acquainted you with the victory part of my command achieved over the Third Georgia Cavalry, having surprised them at break of day, surrounded them, and captured the entire regiment, without the loss of a man or firing a single shot.”

For Union troops in and around Louisville, the most significant event of September 29 was the murder of General William “Bull” Nelson, the local Union army commander, in Louisville’s Galt House. General Jefferson C. Davis, an Indianan, murdered Nelson, a Kentuckian, after a prolonged disagreement between the two officers. While making preparations for the anticipated Confederate attack on Louisville, Nelson gave command of the local militia to Davis, but Davis regarded the appointment as beneath him and an insult. Like other Hoosiers, Davis resented Nelson, who once described residents of Indiana as “uncouth descendants of poor trash from the mountains of Kentucky, Tennessee and North Carolina.” After the shooting, Davis presented himself to Buell and was placed under immediate arrest. However, a military court never sat to try Davis and he consequently returned to duty unpunished. Nelson’s murder, meanwhile, caused much excitement in Louisville. Confusion over the name of Nelson’s killer resulted in a rumor that Confederate President Jefferson Davis had managed to sneak into Louisville and commit the murder. Some Union soldiers actually welcomed news of the incident, considering Nelson to be a “great tyrant” because of his emphasis on strict discipline. But Nelson’s death disappointed Buell who had just reorganized the Army of the Ohio and appointed Nelson a corps commander.

On October 1, 1862, Buell’s army began moving south out of Louisville toward Bardstown with the intention of engaging Bragg’s forces. The next
day Confederate cavalry withdrew to Shepherdsville, High Grove, and Bloomfield, all within ten to twenty miles of Bardstown.\textsuperscript{84} Louisville, no longer a fortress, now served as a staging area for a huge concentration of Union troops, and Confederate commanders worried about the Union army's intentions.\textsuperscript{85} On October 2, Bragg sent a message to Polk ordering him to have Bragg's army prepare to launch attacks along the flanks and rear of a Union force that would be moving toward Frankfort. With Union troops pouring southward out of Louisville, Polk was unable to comply with the order and the Confederates thereby lost any chance of reaching the Ohio River. Confederate troops moved east, stopping briefly outside of Perryville where they encountered Buell's army.\textsuperscript{86} The Battle of Perryville, near Doctor's Creek, occurred on October 8, 1862, with neither side securing a distinct victory. Bragg and Smith then chose to withdraw as a result of their armies' weakened condition and supply shortages. Kentucky and Louisville remained in the Union and never again did a Confederate army threaten military invasion.\textsuperscript{87} Bragg failed to reach his objective of attacking and capturing Louisville as a result of several contingencies that compromised his initial plan. First, Bragg had hoped to bolster the numbers of his own ranks through the recruitment of pro-Confederate Kentuckians and in fact had estimated that he would need fifty thousand local recruits in order to hold the state. But when he began his invasion of Kentucky, Bragg brought along only fifteen thousand stand of arms with which he expected to equip recruits acquired during the march through Kentucky—a number far short of his actual need. Consequently, Confederate Major General Sam Jones, based in Chattanooga, attempted unsuccessfully to procure arms for Bragg's recruits. The Adjutant General of Georgia, for example, offered only pikes and knives, which Jones turned down, the Adjutant General stating that "the Kentuckians could improvise such arms if they were in earnest."\textsuperscript{88}

General Bragg's inability to capture Louisville stemmed as well from his misunderstanding of Kentuckians in general and Louisville residents in particular. Bragg, for example, issued several proclamations to the citizens of Kentucky exhorting them to "throw off the yoke of Union tyranny," but few Kentuckians felt willing to risk their lives for the Confederacy.\textsuperscript{89} Indeed, when General Smith arrived in the state, he found that he faced the same problem, although he did manage to muster enough local recruits to form several regiments. After this experience, Smith admitted that "the Kentuckians are slow and backward in rallying to our standard." Moreover, the prospect of great profits to be made by producing and selling goods to the Union army far outweighed anything Bragg or Smith had to offer and that much, in any case, came cloaked in uncertainty. General Smith summed up the difficulty for the Confederate army by writing:
"Their hearts are evidently with us, but their blue-grass and fat-grass are against us."90

Moreover, even pro-Confederate leaders in Kentucky offered little help, especially with the question of enlistments. General Bragg, for example, had asked Maj. Gen. John C. Breckinridge, a native Kentuckian, to accompany the invasion force in order to bolster recruiting. But Breckinridge refused to participate without his Kentucky regiments, known collectively as the Orphan Brigade, that had been unable to leave Tennessee in time to participate in the invasion.91 As a result, Confederate recruiting efforts during the march through Kentucky proved far less effective than rebel leaders might have expected had Breckinridge and the Orphan Brigade been present to encourage additional enlistments.92 In response to this lack of local help, Confederate commanders distributed printed materials to counter arguments and fears they believed had deterred even Confederate enthusiasts from enlisting. In Bardstown, for example, Confederate scouts distributed a leaflet to "the freemen of Kentucky" in order to remind them of Lincoln's "general proclamation of freedom to the slaves and of robbery of other property of the South."93 A more general plea printed in Frankfort pointed out that "for the time being we abandon our business, give up our homes, part from our families, to embark in the noble struggle for liberty—your liberty as well as ours."94 In the end, these arguments failed to convince any substantial number of Kentuckians to enlist in the southern army.

Because Confederate commanders could not persuade even Confederate sympathizers in Kentucky to support an invasion, they turned to political means in order to get their hands on some Kentucky recruits. Generals Bragg and Smith attempted to do so by installing a Confederate government in Frankfort, wishfully legitimating Kentucky as a part of the Confederate States of America and making conscription of Kentuckians into the Confederate army appear as a perfectly legal action.95 Aware that all the elected officials of the state government had fled Frankfort when Smith’s forces captured the city, Bragg (who had left his army under the command of Polk and arrived in Frankfort on October 3, 1862) installed Richard Hawes as the Confederate governor of Kentucky. Unfortunately, a barrage of Union guns firing from the bluffs overlooking Frankfort interrupted
the installation ceremony, and forced the newly installed governor to flee approaching Union troops. Hawes had been “Governor of Kentucky” for fewer than four hours, and his ignominious ouster ended the plans of Generals Bragg and Smith to strengthen their armies through conscription.

Though remarkable on the face of it, in view of their mixed allegiances, Louisville residents largely resisted the Confederate invasion. But perhaps not if we consider what Kentuckians risked losing if Bragg succeeded in occupying the state. Congress, for example, had approved the Second Confiscation Act on July 17, 1862, which outlined a procedure for confiscating property, including slaves, from those who aided or served the Confederacy. In addition, Lincoln announced the Emancipation Proclamation during the invasion, thus making it clear that any state in the Confederacy after January 1, 1863, would lose its slaves if the North won the war. Many Kentuckians were in no hurry to test these new resolutions, preferring to remain on the fence during the whole campaign. Above all else, Kentuckians concerned themselves with the long-term effects of their actions. The editors of the Louisville Daily Journal warned that Confederate occupation and conscription posed a great threat to Kentucky because it would sweep all able-bodied men “away into the ranks of the rebel army, while all the loyal men beside would be driven out of the Commonwealth into exile and poverty.” In short, the editors played on the fears of white Kentuckians, regardless of loyalty, thus foreshadowing the state’s devolution into “a solitude darker and bloodier than from which she first emerged.” Louisville therefore sought to avoid any event that might jeopardize its security and prosperity.

In sum, concentrating exclusively on Perryville as the crowning event of the 1862 campaign obscures what both sides were fighting over in Kentucky. Short of Cincinnati, Louisville was the Confederacy’s plum, and its capture would have jeopardized Kentucky’s economy and thus its fragile social and political stability. Most Louisville residents understood that neutrality had become impossible and that secession constituted a path fraught with economic peril. They therefore made a thoroughly pragmatic choice by at least tacitly supporting the Union and its defense of their city. Indeed, the hysteria caused by the threat of a siege around Louisville demonstrates the ability of such a fragmented community to mobilize when faced with great physical loss. However, the events of the fall of 1862 also show how much Louisvillians hoped to gain by simply enduring the destruction and adversity often caused by civil war, and how much these people felt they had to lose by their city as much as their state falling into the hands of the Confederacy.


3. Yater, Two Hundred Years, 75-77.


6. For information on Perryville see Kenneth A. Hafendorfer, Perryville: Battle for Kentucky (Louisville: KH Press, 1991), and Kenneth W. Noe, Perryville: This Grand Havoc of Battle (Lexington: University Press of Kentucky, 2001). For the military aspects of the Kentucky Campaign, see James L. McDonough, War in Kentucky From Shiloh to Perryville (Knoxville: University of Tennessee Press, 1994), and Earl J. Hess, Rammers to the Breeze: The Kentucky Campaign, Corinth, and Stones River (Lincoln: University of Nebraska Press, 2000). All of these authors offer a general account of military activity in and around Louisville, although Kenneth Noe offers the most insightful overview, drawing heavily from soldiers' letters and regimental histories.

7. McDonough, War in Kentucky, 186-87.

8. Steven E. Woodworth, Jefferson Davis and His Generals: The Failure of Confederate Command in the West (Lawrence: University Press of Kansas, 1990), 147.


11. Yater, Two Hundred Years, 88.

12. McDonough, War in Kentucky, 150.

13. McDowell, City of Conflict, 81.


17. Terry, "The Most Commercial of People," 97. The wartime situations in Cincinnati and Louisville lend themselves to comparison. Terry points out that politicians, businessmen, Union officers, and citizens in both cities acted to protect their interests, often creating conflict. In spite of this, leaders realized their common goal of organizing the defense of the city.


23. McDowell, City of Conflict, 85.

24. George F. Downs Diary, entry for September 24, 1862, FHS.


26. Lucy L. Rupert to Mrs. Holyoke, September 28, 1862, Holyoke Family Papers, FHS.

27. William to Parents, September 25, 1862, Civil War Letters 1861-1865, FHS.

28. McDowell, City of Conflict, 85.


30. Diary, entry for September 18, 1862, John F. Jefferson Papers, FHS.


34. New Albany Daily Ledger, September 23, 1862.


37. Ibid., 527, 532.

38. Johnson Culp Diary, entry for September 21, 1862, FHS.


40. J.H. Tilford Diary, entry for September 23, 1862, FHS.


42. McWhiney, Braxton Bragg, 294.

43. Louisville Daily Journal, September 24, 1862.

44. New Albany Daily Ledger, September 24, 1862.


46. Ibid., 541.

47. The New Albany Daily Ledger, September 25, 1862.

48. Ibid., September 23, 1862.

49. Ibid., September 24, 1862.

50. Ibid., September 20, 1862.

51. Ibid., September 26, 1862.

52. Ibid., September 29, 1862.


56. Ibid., September 20-October 17, 1862, passim. See each issue's "Daily Review of the Market."

57. Ibid., September 25, 1862.

58. Ibid., October 1, 1862.

59. Ibid., September 24, 1862.

60. Lincoln Conkey to Dear Friend, September 25, 1862, Civil War Letters 1861-1865, FHS.


63. Louisville Daily Journal, September 24, 1862.

64. Carl Schwartz Journal, entry for October 25, 1862, FHS.
66. John W. Turtle Civil War Diary, Kentucky Historical Society Archives, Frankfort, Kentucky.
68. William to Parents, September 25, 1862, Civil War Letters 1861-1865, FHS.
73. Ibid., 528-29.
74. J. Andrew White, *Louisville on the Fingertips of an Invasion* (Louisville: By the author, 1993), 14-17.
76. Hafendorfer, *They Died by Twos and Tens*, 537.
78. Quoted in McDowell, *City of Conflict*, 92-93.
81. J.H. Tilford Diary, entry for September 29, 1862, FHS.
84. Hafendorfer, *They Died by Twos and Tens*, 583-84.
93. Broadside, "Proclamation to Kentuckians," September 24, 1862, Margaret I. King Library, Special Collections, University of Kentucky, Lexington [hereinafter cited as UK].
94. Broadside, "To Arms! To Arm's," UK.
97. Mark Grimsley, *The Hard Hand of War: Union Military Policy Toward Southern Civilians, 1861-1865* (New York: Cambridge University Press, 1998), 75, 78. Although Grimsley does not adequately consider the exceptional position of the border states in his argument, his assessment of the Second Confederation Act as an attack on the institution of slavery remains useful. In Kentucky, however, because slavery was legal, slaveholders had little reason to want to risk their property and safety in order to aid the Confederate invasion.