



The Wizards of Oz

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Lyrics by E.Y. Harburg. Music by Harold Arlen. Performance by Judy Garland. How the “Song of the Century” was born.

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Toward the conclusion of *The Wizard of Oz*, as millions of Americans and a great many others will recall, the Wizard manages to pull a couple of extraordinary rabbits out of his hat. It's not literally a hat, but a capacious black velvet bag, and the rabbits come in the form of testaments to positive thinking—perhaps the silver screen's first example of a self-help manual in dialogue form. The Scarecrow already has brains; he just needs a diploma to confirm his intelligence. Likewise, the Cowardly Lion's bravery is confirmed by means of a medal, and the Tin Man's compassion is objectified by a testimonial. However, despite the Wizard's knack for rococo rhetorical pronouncements, there is no way for him to “spin” a journey back to Kansas for Dorothy. He himself must take her back to the other side of the rainbow, to the land of *e pluribus unum*.

Back in that land, millions of songs have festooned the parade of American pop culture, but none is more beloved than “Over the Rainbow.” In 2001, it even got a Wizard-like testimonial to prove it: a number one ranking. That year, the Recording Industry Association of America, in collaboration with the National Endowment for the Arts, announced a list of 365 American standards put out as the “Songs of the Century.” Three years later, the American Film Institute issued its list of the 100 greatest movie songs of all time. At the very top of both lists was the Harold Arlen/E.Y. Harburg composition “Over the Rainbow” written, of course, for the 1939 MGM film, *The Wizard of Oz*. Although these honors were, like the Scarecrow's diploma, pulled out of the black velvet bags of public relations, they only confirmed what we already knew: “Over the Rainbow” is America's Number One song.

Yip & Harold

The lyricist for “Over the Rainbow”, E.Y. “Yip” Harburg, liked to say that he “gave up his dreams of business to go into the business of dreams.” It’s a good line—great lyricists always have good lines. But in Harburg’s case, it was as true as it was clever.

E.Y. Harburg was born on April 8, 1896 into abject poverty, even by the standards of most Jewish New York songwriters, and grew up on the Lower East Side in what would later become Alphabet City. His family name was Hochberg, and the nickname he gained at an early age, Yip (deriving from the Yiddish word for squirrel, “yipsel”), was particularly apt: He had a knack for turning around pretty quickly. (An eventual victim of McCarthyism, he used to joke that Yipsel was really an acronym for “Young Person’s Socialist League.”) After working his way through primary school as a lamplighter, Harburg attended City College, where he became great friends with the boy who sat in front of him, Ira Gershwin. Ira turned him to Gilbert and Sullivan, in whose cantankerous, whimsical lyrics Harburg found a kindred spirit.

Harburg was inspired by songs and poetry, and even submitted a few humorous items to the widely read column edited by Franklin P. Adams for the *New York World*, “The Conning Tower.” But he was putting bread on the table by running an electrical supply business with a college classmate. By September 1929, the business was worth half a million dollars. Two months later, Harburg was penniless and deeply in debt—“All I had was my pencil”, he said—and so he went into the business of dreams.

Using his connection with Ira Gershwin, who loaned him \$500, Harburg met composer Jay Gorney. Yip began working with Gorney at night while working at a watch factory during the day. Even though the Depression had made a huge dent in the number of theatrical productions on Broadway (there were roughly 30 percent fewer shows in the 1932 season than the 1928 season), there were at least a dozen revues per season and a dozen or so songs in each revue—so there were still lots of chances to crack into the songwriting business. In 1932, Harburg and Gorney landed a major gig with a revue called *Americana*, the creation of J.P. McEvoy, a successful Manhattan satirist. The revue centered on the “Forgotten Man”, a popular slogan Franklin D. Roosevelt had incorporated into his first Presidential campaign, but it was another slogan, muttered by men on street corners, that Yip Harburg used as inspiration for what would become America’s anthem in the Depression. Harburg recalled: “The prevailing greeting at that time, on every block you passed, by some poor guy coming up, was, ‘Can you spare a dime?’ or ‘Can you spare something for a cup of coffee?’”

“Brother, Can You Spare a Dime?” was a more political song than those typically

heard in a revue, but by the 1930s times—and tastes—were changing. A Broadway revue turned out to be an excellent way to put sharp, topical material in front of the public. “I think a lyric first of all hits you emotionally, directly”, said Harburg, in an interview in the 1970s with writer Max Wilk. This particular lyric did so “because the fellow wasn’t being petty, or small, or complaining.” Eventually, the song was recorded by Bing Crosby, who turned it into a major hit. So while other songwriters were inspired by chorus lines, Harburg turned instead to a breadline—and he was on his way.

Americana marked a turning point in Harburg’s career for another reason: It was here that he first met Harold Arlen, the composer with whom he would later pen the “Song of the Century.”

Like Harburg, Arlen was born to a Jewish family (his given name was Hyman Arluck). Nearly a decade younger than Harburg, Arlen was born on February 15, 1905 in Buffalo, New York. Along with several other musical theater geniuses, such as Irving Berlin, Al Jolson and Kurt Weill, his father was a cantor—and a renowned one. Arlen also grew up in an integrated neighborhood, surrounded by the rich sounds of African-American jazz. The story goes that Arlen played a “78” of Louis Armstrong’s vocal “hot licks” to his father, who responded, “Where did *he* get it?”, thinking such melisma-tinged riffs were exclusively the domain of the Jewish liturgy.

Arlen was a jazz pianist as well as a singer, and made a living as a dance band leader in Buffalo for several years. But it came time for young Arluck to shuffle off from Buffalo, and in 1926, he left for the Big Apple and changed his name to Harold Arlen. Like Harburg, he was lucky to find an atmosphere conducive to a young man eager to make his fortune in show business. Arlen played in various bands, arranged songs and got jobs as a rehearsal pianist for a Broadway show. He was even cast for a bit part in a 1929 musical called *Great Day*. Arlen’s big break came when he filled in for *Great Day*’s rehearsal accompanist one afternoon and got so bored banging out the dance music introductions that he noodled his own peppy version. The vamp caught the ear of the pioneering black songwriter Will Marion Cook. (Whether or not he really said, “Say, kid, play that again!” is lost to history.) Cook called over composer Harry Warren, who then set Arlen up with lyricist Ted Koehler. The noodled vamp was soon transformed into the hit song “Get Happy.” Arlen never even returned to his stage job on *Great Day*—and a songwriter was born.

Arlen and Koehler soon became house songwriters for the Cotton Club in Harlem, and contributed such signature numbers as “I’ve Got the World on a String”, “Between the Devil and the Deep Blue Sea”, and “Stormy Weather.” The latter,

though created for Cab Calloway, was introduced by the great Ethel Waters in 1933, giving Waters' career a boost and putting Arlen on the map. Waters once referred to Arlen as "the Negro-est white man I ever met", and surely no white composer, not even George Gershwin, wrote so many signature tunes for black performers as did Arlen.

Although Arlen had composed some of the other songs in *Americana*, he first teamed up with Harburg in 1932. Broadway producer Billy Rose was putting on a comedy by Ben Hecht and Gene Fowler called *The Great Magoo*. One scene, set on the Coney Island boardwalk, needed a carnivalesque love song. Arlen and Harburg obliged with "It's Only a Paper Moon." Its gentle distrust of a materialistic world made the song, like "Brother, Can You Spare a Dime?", a seminal ballad of the Great Depression.

Harburg and Arlen each liked what the other fellow brought to his own work. By 1934, Arlen had somewhat shamefacedly broken off with Koehler to work nearly exclusively with Harburg. Harburg, meanwhile, was a man of strong political convictions, but he liked to sugarcoat his slightly jaded aperçus with a fine dust of whimsy. Something in Arlen's music made Harburg's mordant jests seem more meaningful, more lasting. "Harold is a very, very melancholy person", Harburg told Max Wilk:

Behind every song Harold writes is a great sadness and melancholy. Even his happy songs. You take a song like his rousing hit, 'Get Happy.' Sing it slowly. Examine it. It's painful.

Popular music historian Will Friedwald recently told me that each partner ennobled the other:

When you hear early Arlen, it's jazzy nightclub material—when you hear later Arlen [with Johnny Mercer], it's blues-y. But, with Harburg, it's elegant and moving—it sounds like Jerome Kern.

The partners were lucky to be riding the crest of a new era of popular song in the early 1930s. By 1934, Broadway was still producing dozens of musical comedies and revues a season, and Hollywood had ironed out the early technical problems that had made the first few sound musicals so excruciating. For the first time, too, new songs could be placed on coast-to-coast radio, recorded on 78-rpm slate disks, and printed on colorful sheet music. In addition, the best musical performing talent could be found on both coasts in equal measure.

Harburg and Arlen availed themselves of the whole ball of wax. Throughout the remainder of the 1930s, they wrote the scores for a couple of sprightly Broadway

shows, including a revue, *Life Begins at 8:40*, which featured the New York stage's leading specialty dancer, Ray Bolger, and its number-one comic, Bert Lahr. They also wrote an antiwar satire, *Hooray for What?*, starring Ed Wynn. Zig-zagging back and forth to Hollywood in between Broadway engagements, Arlen and Harburg contributed songs to half a dozen motion pictures. They even managed to produce a stand-alone pop song of unsurpassed beauty and sophistication, "Last Night When We Were Young", for the opera baritone Lawrence Tibbett.

Arlen and Harburg thrived on both coasts. Temperamentally suited for the peripatetic challenges for a songwriting team of the 1930s, they were not burdened by the Gershwins' artistic ambitions, Richard Rodgers' need for control, Irving Berlin's mistrustful nature or Jerome Kern's erratic health. What they had, instead, was a ball. Arlen and Harburg worked mostly at night so that Arlen could play golf and Harburg could take to the tennis courts during the day. (On the personal front, Arlen was deeply enamored with his new wife, a beautiful former dancer from Broadway, while Harburg seems to have completely ignored the wife and two children he transplanted to the West Coast.) Arlen was a particular fan of home movies, and his Super-8 souvenirs reveal what seems to be a hell of a time in Hollywood. Goofing around Arlen's Beverly Hills swimming pool early in 1938 they looked, to paraphrase an earlier Arlen song, as happy as the California day was long.

To Oz? To Oz!!!

Jerome Kern was most put out when he lost the *Oz* gig to Arlen and Harburg. "They gave it to *you*?" he supposedly said to Arlen. This was a particularly plum assignment: *The Wizard of Oz* was MGM's brand-new, \$2 million, prestige picture. Even at that steep price, *Oz* was a two-for-one bargain for MGM. It would give them a potential blockbuster to rival Disney's successful *Snow White and the Seven Dwarfs*, while providing a tailor-made vehicle for a 16-year-old songstress whom the studio brass was eager to promote: Judy Garland.

This was a rare kind of Hollywood assignment for songwriters: a 14-week contract on a prestige picture for a studio that respected and nurtured its musical talent. Associate producer Arthur Freed, earning his spurs on *The Wizard of Oz*, was a songwriter himself (he wrote, among others, "Singin' in the Rain"). When Freed heard the score to Arlen and Harburg's *Hooray for What?*, he knew they were right for the project. Freed called Harburg into his office and gave him a copy of L. Frank Baum's book, and Harburg immediately connected with Baum's pointed whimsy. Although there was little more than an imperfect screenplay when they signed on in 1938, the collaborators set eagerly to work.

They started with what Arlen referred to as “the lemon drop songs”, the light-hearted, transitional songs that were easier to write, such as “We’re Off To See The Wizard” and “Ding-Dong, the Witch is Dead.” As their assignment stretched into its second month, they were helped immeasurably when the ranks of the cast were rounded out. Both Arlen and Harburg had worked with Ray Bolger and Buddy Ebsen (originally cast as the Tin Man), and Bert Lahr was Harburg’s own enthusiastic choice for the Cowardly Lion. Although the screenplay was undergoing constant revisions under various hands, Arlen and Harburg were inspired to reach narrative heights rare for a film musical. Indeed, the entire sequence from Dorothy’s arrival in Oz to the first appearance of the Wicked Witch is conceived entirely in rhyme and, beyond its pure cleverness, represents a uniquely extended and organic sequence.

Arlen and Harburg’s work on *The Wizard of Oz* represents a curious watershed in musical history, and it stands as an achievement that, for all of the film’s legendary status, is still underrated. On the one hand, the score to the film is vaudeville or “specialty” writing at its most skillful. Arlen and Harburg had a troupe of skilled former vaudevillians in Bolger, Lahr, Jack Haley (the eventual Tin Man after Ebsen was forced out due to an allergy to his aluminum make-up), Frank Morgan (the Wizard, although Harburg had written the role with W.C. Fields in mind) and Judy Garland. Arlen and Harburg knew how to get the most out of them. They realized that they weren’t writing just for the Scarecrow, the Tin Man and the Lion; they were writing for the Hooper, the Tenor and the Jokester. In the best spirit of vaudeville, the songwriters gave each of the performers their “turns”—sculpting the song “If I Only Had a Brain/Heart/Nerve” to their various strengths. In many ways, but particularly in the treatment of Bolger, Haley and Lahr, *The Wizard of Oz* is the last gasp of vaudeville, nearly a decade after its supposed demise.

Yet the score looks forward, as well. *The Wizard of Oz* is much more of an integrated musical than nearly any other film before it—Arlen and Harburg, who wound up doctoring much of the screenplay before shooting wrapped, planned it that way. Even the various star turns of Bolger, Haley and Lahr push the story forward effortlessly. Much has been made, deservedly, of the innovation of Rodgers and Hammerstein’s *Oklahoma!*, which debuted on Broadway in 1943. Although it was presaged, in part, by shows such as *Show Boat*, *Of Thee I Sing* and *Pal Joey*, *Oklahoma!* was the first fully integrated stage musical in which all of the mimetic elements of song, dialogue and dance were uncompromisingly deployed in the service of the main narrative. But, five years before Rodgers and Hammerstein’s breakthrough, Arlen and Harburg were moving the narrative musical skillfully down the yellow brick road.

A Song is Born

All the *Oz* score was lacking, as Arlen and Harburg moved into the final week of their contract, was the song that would establish their main character, a spunky but discontented 12-year-old girl from Kansas named Dorothy. Narrative shows of the post-*Oklahoma!* Golden Age of American musicals usually had a song up front in which the main character told the audience what he or she was yearning for. It became such a formula that it was known as the “I want” song: Think of “Wouldn’t It Be Lovely?” from *My Fair Lady*, or “Somebody, Somewhere” from *The Most Happy Fella*. Years before this convention became established, Arlen and Harburg knew they needed a similar kind of musical introduction to Dorothy’s character, before her adventures spin her into Oz. It would “ground” her character before the overwhelming pageant of fantasy commandeered the story. This was an important song—it was no “lemon drop” song (although, ironically, it was the only song in the score to literally refer to them). The studio clock was ticking, inspiration was eluding Arlen and Harburg, and it was driving them both nuts.

Harburg had some ideas, but didn’t want to push them too hard on Arlen. As he told Morley Safer in a *60 Minutes* interview in 1978, “I didn’t want to box him in, because when you give [a composer] a few words, a great musician like Harold Arlen starts to accommodate you.” Left to his own devices, Arlen was pulling out his carefully coiffed hair trying to find a way into the song. Frustrated with his lack of progress one night, he asked his wife to come to Grauman’s Chinese Theater to catch a movie instead. As he told an interviewer in 1963, his wife was driving the car and “as we drove by Schwab’s Drugstore, I said ‘Pull over—*please*.’ And bless the muses, I took out my notebook and starting jotting down the melody.” When he played the melody for Harburg the next day, Harburg said that he knew from the first eight bars that “it was not a lollipop song.” It *was*, however, a problem.

The melody was rangy, with its first two notes an octave apart, and Arlen had played it with a particularly symphonic intensity. Harburg recalled his first comment:

My God, Harold, it’s for a twelve-year-old girl—it isn’t for Nelson Eddy! And I got frightened—‘Let’s save it, let’s save it for something else’, I told him. He was crestfallen, as he should be. ‘Let’s put it away for another day.’ Well, we kept trying and trying for another week. I was worried for him and I called Ira Gershwin over and Ira said, ‘Harold, could you play it in more of a pop style?’

That did the trick. It was an intense, sophisticated song for a 12-year-old, but

Dorothy Gale was, of course, no ordinary 12-year-old. She was, recalled Harburg in a 1963 interview, “a little girl in Kansas, which is an arid, colorless place, almost no flowers there because it’s so dry. The only thing in her life that was colorful, I thought, was the rainbow.”

In turning to the rainbow as a metaphor for happiness, Harburg also drew on decades of American songs. In 1918, a minor Broadway show, *Oh, Look!*, gave the world a major tune, “I’m Always Chasing Rainbows”, one of the most popular of its day. (Its closing lyric runs, “I’m always chasing rainbows./ Waiting to find a little bluebird in vain.”) Ten years later, Billy Rose and David Dreyer contrived a popular hit, “There’s a Rainbow Around My Shoulder”, for Al Jolson around a similar theme. The trope had become so common that by 1932 Irving Berlin invoked it affectionately as part of a catalogue of songwriting clichés in “Let’s Have Another Cup o’ Coffee” from his Broadway show, *Face the Music*. Its refrain runs:

Just around the corner
There’s a rainbow in the sky.
So let’s have another cup o’ coffee
And let’s have another piece o’ pie!

Why would Yip Harburg, a man of considerable imagination, take yet another drink from such an oft-dipped well? Part of it was his conviction that the rainbow image would be useful for the rest of the picture—especially if the Kansas sequences were shot in sepia tone while Oz used all the colors of the rainbow. (This idea had originated with Herman J. Mankiewicz, one of the first writers to tackle the screenplay.) Also, Harburg must have intuited that such an image would have seemed ridiculous and corny if were sung by, say, a Manhattan cigarette girl singing on a penthouse balcony. But for an untutored farm girl from Kansas, living in some indeterminate point early in the 20th century, the very predictability of the rainbow image speaks to her old-fashioned values and lack of pretense. And after all, mightn’t Dorothy’s Auntie Em have sung “I’m Always Chasing Rainbows” to her at bedtime, once as a lullaby?

Harburg had a hard time wrapping his first lyrical ideas around Arlen’s first few notes—“on the other side of the rainbow” was quickly discarded. Eventually the songwriting process went smoothly, but the evolving song needed a “bridge”—a variation in the tune after the first two verses. Harburg suggested that Arlen employ the strange little whistle he used to call his often errant dog. This became the accompaniment to “Someday I’ll wish upon a star/ And wake up where the clouds are far behind me.” Ira Gershwin then suggested reprising “If happy little bluebirds fly . . .” as a final tag, and thus was the work of “Over the Rainbow”

concluded by its two collaborators, Arlen and Harburg.

But What About Dorothy?

But, of course, there was another collaborator. “I was so moved”, Harburg told *60 Minutes*, when he first heard Judy Garland sing the song. “She was young, she was honest. Everything she did was because she felt it.”

The Wizard of Oz was Garland’s seventh film for MGM. Louis B. Mayer and the rest of the studio brass were anxious that the movie allow Garland to move out of her awkward teenager stage into the role of a compelling ingénue. Much has been written about Garland’s transcendent personality on and off-screen, but to watch her perform “Over the Rainbow” during the film’s sepia-toned Kansas sequence is to watch someone preternaturally self-assured and in touch with her material. It’s surprising to realize that the entire number is shot in essentially one take. This was the brainstorm of King Vidor, who was called in to direct the Kansas sequences at the last minute after the film’s second director, Victor Fleming, hastily departed to begin helming *Gone With The Wind*. Vidor used subtle and sensitive camera movements to give Garland maximum intimacy *with* the audience without ever having her sing directly *to* the audience. Even more amazingly, in defiance of the old show-biz adage to never perform with animals or children, Garland sings to the dog playing Toto for most of the song, sharing her problems with him, enfolding the little cairn terrier in the depths of her emotions. Garland was, and probably remains, the only performer in history who could steal a scene from a dog.

Judy Garland in *The Wizard of Oz* [credit: Associated Press]

The legend of “Over the Rainbow” rests not only with the delicacy of Garland’s performance but also with the fact that it was almost never seen at all. Two months before the film was officially released in June 1939, MGM scheduled a sneak preview of *The Wizard of Oz* in San Bernadino. As Aljean Harmetz writes in her definitive *The Making of the Wizard of Oz* (1998), calls from MGM brass to remove the song from the picture “began almost as soon as ‘The End’ flashed on the screen.” Studio chief Louis B. Mayer was supposedly swayed by all his minions who, oblivious to the essential dramaturgical set-up in the song, wondered why their new young star was singing in a barnyard.

The song was cut and restored more than once, with credit falling to Arthur Freed for pleading passionately with Mayer for the song’s restoration. It’s convenient to blame stereotypically myopic producers for not “getting” the point of the song

and demanding its excision. (The same thing, according to legend, happened to the song “Moon River” from 1961’s *Breakfast at Tiffany’s*.) But it’s also likely, as pointed out by Harold Meyerson and Ernie Harburg in their excellent biography of Yip Harburg, *Who Put the Rainbow in the Wizard of Oz?* (1993), that the film simply was overly long for the running times of the era.

That day’s shooting on the barnyard set wasn’t Garland’s last encounter with the song. She had recorded nearly a dozen other songs on the Decca label before she laid down her version of “Over the Rainbow” in the studio on July 28, 1939, but none had been major hits. Released in September, some weeks after the film’s August 17, 1939 opening, the commercial version of “Over the Rainbow” leapt onto the radio show “Your Hit Parade” for 15 weeks, seven of those weeks at Number One.¹ The “B” side of the record also contained a treasure, Harburg and Arlen’s “The Jitterbug”, which was designed as an extended dance sequence for Dorothy, the Scarecrow, the Cowardly Lion and the Tin Man. This was cut from the movie, even though it took five weeks to film. (For the “official” sheet music, the song includes an opening verse by Arlen and Harburg that is not sung in the film, and rarely used by recording artists.)

“Over the Rainbow” went on to win the Academy Award for Best Song, and it shared an informally tabulated ranking in the days before “charts” with the unbearably opaque “Deep Purple” as the most popular song of 1939. “Over the Rainbow” topped other impressive songs that year like “Jeepers Creepers”, “And the Angels Sing” and “Stairway to the Stars.” Even though it closes out the 1930s, “Over the Rainbow” is also the last song of the Depression. It bookends “Brother, Can You Spare a Dime?” with its existential yearning and dreams of a better life, sentiments that were soon swept away by the obstreperous harmonies of the swing era and the patriotic ballads and bromides of World War II.

The Long and Winding Yellow Brick Road

The Wizard of Oz’s final budget ballooned (fittingly) to almost \$2.8 million. Although it was generally well-received, it did not make its money back for nearly another two decades. When it was sold to CBS in 1956 for primetime television broadcast, it became the first classic of its day to receive that kind of cross-country network exposure. Its ratings success stunned even the folks at CBS, who quickly picked up the expensive option for rebroadcasts. Even in today’s home-entertainment-saturated market, *The Wizard of Oz* has been successful as an annual network television broadcast, as well as being a popular addition to home video collections. Even before its eventual home video release, *The Wizard of Oz* and, with it, “Over the Rainbow”, entered the consciousness of millions of Americans, young or old, who had not seen the film in its initial

theatrical release.

Clockwise from left: Bert Lahr, Ray Bolger, MGM executive L.K. Sidney, Yip Harburg, conductor Meredith Willson, music publisher Harry Link, Harold Arlen and Judy Garland. [credit: courtesy Yip Harburg Foundation]

In an April 2007 review of a new Terrence McNally play with an “Over the Rainbow”-singing drag queen, *New York Times* theater critic Charles Isherwood claimed that “Judy Garland, the glorious freak who immortalized the song and surely grew sick of it shortly thereafter, would probably be pleased.” That was not the case; Garland always retained reverence for the song that made her a star. In a newspaper interview from 1969, the year she died, she said,

‘Rainbow’ has always been my song. I get emotional—one way or the other—about every song I sing. But maybe I get more emotional about ‘Rainbow.’ I never shed any phony tears about it. Everybody has songs that make them cry. That’s my sad song.

When the studio system abandoned Garland in the early 1950s, she brought her talents to the concert stage, performing her vast repertoire in the world’s most celebrated concert halls (and on television) for the next two decades. She nearly always closed with “Over the Rainbow.” The audience would have felt betrayed otherwise. Even the President of the United States was not immune to its charms—John F. Kennedy became a friend of Garland’s and she recounted that, when he was depressed by some somber turn of events on the world stage, he would call her on the telephone and she would cheer him up by singing a few bars of the song.

By the early 1960s, however, “Over the Rainbow” had become another kind of song for Garland. Anyone who paid good money to see her knew that she was no longer the innocent 16-year-old on the MGM backlot. In the liner notes for a 1991 boxed-set of Garland’s Capitol recordings from this period, Emily Coleman writes of a 1960 rendition:

There is nothing wistful about the Capitol version. . . . It is a song of longing and ache, of happiness denied and hope diminished. The mature Garland gives her natural tremolo carefully controlled play. Her famous quality of vulnerability comes in large part from her use of tremolo when she wants to sell tender or sad. Thus ‘Rainbow’ is now a song of haunting sadness. But it is a sadness without self-pity, for Garland makes it a song of striving as well.

Garland had the opportunity to reinterpret her signature song from the other side of the rainbow; its new tragic dimension allowed her, in effect, to create two completely different yet complementary versions of the same tune.

For Harold Arlen and Yip Harburg, *The Wizard of Oz*, and the Oscar they shared for writing “Over the Rainbow”, represented the high-water mark of their collaboration. Immediately after the picture, they were assigned to one of the Marx Brothers’ lamer efforts, *At the Circus*, but it allowed them to write yet another signature number for a great former vaudevillian: Groucho’s “Lydia, the Tattooed Lady.” In 1943, they were asked to write additional material for the film of *Cabin in the Sky* and came up with another standard, “Happiness Is Just a Thing Called Joe.” But by the time World War II ended, Harburg and Arlen had more or less gone their separate ways.

Then, in 1954, Arlen teamed up with Ira Gershwin to write Garland’s second great signature song, “The Man That Got Away”, for her leading role in the film *A Star is Born*. Garland was desperate for Harburg to write the lyrics to *A Star is Born*, but by 1954 no Hollywood studio would have him. He had been blacklisted since 1950 for his affiliation with various leftist organizations, guilds and petitions. Harburg had a happier time working on Broadway, which was often more receptive to his satirical bite and left-wing bent; often, but not always. Before the blacklisting Harburg had scored big with his 1948 spoof of racism and commercialism, *Finian’s Rainbow* (music by Burton Lane), but flopped with a more strident satirical fantasy called *Flahooley* (music by Sammy Fain) in 1950. He and Arlen did eventually team up for one more Broadway score, *Jamaica*, for Lena Horne in 1957, but that didn’t click with audiences, even in the politically denatured form Harburg was forced to accept from producer David Merrick.

Arlen, Harburg and Garland also teamed up again, first in 1962, when Garland voiced the female lead in the animated musical feature, *Gay Purr-ee*, and then in 1963, when Arlen and Harburg wrote the title number to *I Could Go On Singing*. That was Garland’s last film, and the last film for which Arlen or Harburg wrote anything original. Garland died in 1969, Harburg in 1981. Arlen, after suffering through the mental illness and the death of his beloved wife in 1970, endured Parkinson’s Disease until 1986. Not even the great ones go on singing forever.

What has gone on singing, of course, is “Over the Rainbow.” Since it was introduced, it has been featured in some form or other in nearly three dozen movies—as early as 1940 in *The Philadelphia Story*, where it underscores a drunken seduction scene between Katharine Hepburn and Jimmy Stewart. It has been covered by every artist and pop or swing orchestra imaginable, from Glenn Miller and Ella Fitzgerald to Bette Midler and Tony Bennett, from Kylie Minogue

to The Smashing Pumpkins. In 1990, it was sung at the finale of the Academy Awards by Diana Ross, with a hook-up to millions around the world. That same year, Mandy Patinkin performed an intense version (with opening verse intact) in his Broadway concert, *Dress Casual*, subsequently mocked by the satirical revue *Forbidden Broadway* as “Somewhat Over-indulgent.” *American Idol* contestants have performed it twice, and Katharine McPhee made it to runner-up status with her rendition. Still, in the words of critic Will Friedwald, “it all comes back to Garland, no matter who else is singing ‘Over the Rainbow.’”

No matter whose song it is, “Over the Rainbow” has transcended its origins to become the quintessential American song. The very fact that it was written by two artists whose ethnic and political backgrounds were so far removed from the American mainstream (let alone the gingham-clad world of Dorothy’s Kansas) only confirms one of the basic paradoxes of American popular culture. But clearly, the triumph of “Over the Rainbow” is so immense that it extends far beyond an affection for childhood memories. It is a seminal influence on the imagination of impressionable youths to this day, truly a brilliantly crafted song, with Arlen’s achingly adult melody set off by Harburg’s sophisticated use of childlike simplicity. Rarely has such a juxtaposition yielded such a felicitous result. Harburg’s lyrics are so successful, in fact, that they essentially demobilized the words “rainbow” and “bluebird” from serious use in popular song forever after. (The two exceptions, ironically, are Harburg’s own “Look to the Rainbow” from *Finian’s Rainbow* and Arlen’s collaborator, Johnny Mercer’s, use of “rainbow’s end” in “Moon River.”)

Perhaps one way to account for the 2001 Number One ranking of “Over the Rainbow” is to look at a few of the runners up. The next two RIAA/NEA awards went to “White Christmas” and “This Land Is Your Land”, respectively. “White Christmas” is a beautiful song with an irreproachable sentiment. But despite its composition by a Jewish songwriter (Irving Berlin), it isn’t necessarily embraced by all sections of the population, whether organized religiously or geographically. Conversely, “This Land Is Your Land” contains a sentiment that all Americans should embrace, but its melody, no matter how memorable, is no match for the sophistication of Arlen’s music. Likewise, the two American Film Institute runners-up—“As Time Goes By” and “Singin’ in the Rain”—have built-in limitations. Both are romantic songs, but each views the experience of romantic love from opposite ends of the telescope: “Singin’ in the Rain” embraces its joy while “As Time Goes By” contemplates its disillusionment.

Perhaps the key to “Over the Rainbow” is that it’s the only adult song in the popular canon to be sung by a child. Its basic sentiment is so accessible that it appeals to children of all ages, before they can be enthralled (or tainted) by

romance, patriotism, religious observance or meteorological phenomena. In the gifted renditions of Judy Garland throughout her career, the song's emotional intention proved elastic enough to convey both the hopefulness of innocence and the wistfulness of despair. No other song transcends its specific milieu so effortlessly. If the rainbow of the title is meant to be a metaphor for dreams of happiness, "Over the Rainbow" is the only great song in the American canon that can be sung movingly from both sides of the rainbow.

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The "B" side of the record also contained a treasure, Harburg and Arlen's "The Jitterbug", which was designed as an extended dance sequence for Dorothy, the Scarecrow, the Cowardly Lion and the Tin Man. This *was* cut from the movie, even though it took five weeks to film.

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