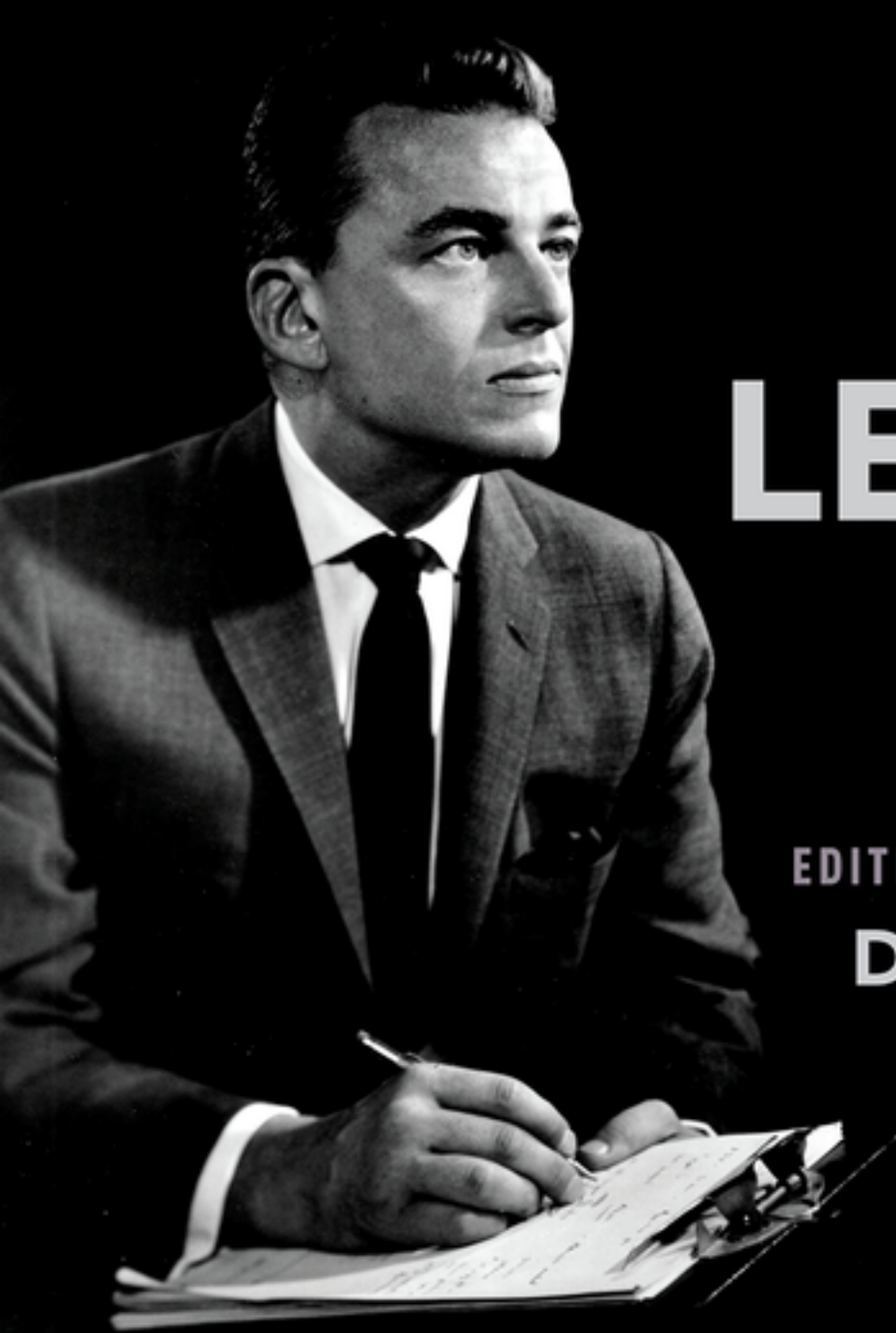


# THE COMPLETE LYRICS OF ALAN JAY LERNER



EDITED WITH ANNOTATIONS BY

**Dominic McHugh  
and Amy Asch**

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*Edited with annotations by Dominic McHugh and Amy Asch*

**OXFORD**  
UNIVERSITY PRESS

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*To our beloved friend,  
Mark Eden Horowitz,  
With love and thanks for all you do for musical theater and for us*



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# Foreword

By Sheldon Harnick

Lyricists (such as myself), who write for the musical theater, try to create songs which will not only serve the character who sings them and the dramatic situation in which they're sung but will also be comprehensible and enjoyable when taken out of context. Because Alan Jay Lerner was a skilled playwright, as well as a lyricist, his lyrics are particularly appropriate for the characters who sing them. And because he was a skilled lyricist as well as a playwright, his films and stage musicals always contain a number of what my publisher called "stand-alone" songs—that is, songs which can be performed outside of the shows for which they were written. As you will discover while perusing the lyrics in this collection, Lerner was a man of great intelligence and sophistication. His frame of reference was both wide and comprehensive, which imbued his lyrics with unusual richness.

Collections, such as this, are invaluable because much of the work of theater lyricists, alas, remains unavailable and unknown even to aficionados of musical theater. This is because musicals are so expensive to produce that productions of a lyricist's less successful musicals tend to be, for the most part, few and far between. And, regrettably, some of a writer's best and most interesting work is to be found in shows which are not strong enough to receive many (if any!) productions. (Happily, we are able to rent the films for which Lerner provided lyrics.)

I first encountered Lerner's work in a summer stock production of *Brigadoon*. As an aspiring lyricist, I found the poetic and dramatic quality of his lyrics deeply satisfying. That first impression was soon confirmed when I saw the film *Royal Wedding*, for which he had written the score with Burton Lane. I thought (and still think) that "Too Late Now" was one of the most beautiful songs I had ever heard, while "You're All the World to Me" was one of the most engaging.

Then, five years later, along came *My Fair Lady*. By the time I saw it, there had been so much publicity about it that I was prepared to see a very elegant, highly sophisticated show. (It more than lived up to its advance publicity.) Later, I had the opportunity to spend an afternoon with Lerner. The conductor Maurice Levine, who was producing musical programs for the 92nd Street YMHA, had arranged for a series of radio interviews to promote the programs, so I was in a car with Lerner, traveling from broadcast to broadcast. By the end of the afternoon, I understood why so many women had fallen in love with him. When you were with him you were the only person in the world. He was so bright and lavished such attention on you that it was quite seductive.

In my estimation, Alan Jay Lerner was a true poet. He had a highly developed sensitivity regarding words and he was exceptionally intelligent and imaginative. The combination of the lovely ideas he had and the lovely words with which he clothed them made for unusually lovely songs.



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# Introduction

By Sir Cameron Mackintosh

For my sixteenth birthday I was lucky enough to be taken to the last night of the original run of *My Fair Lady* at London's legendary Theatre Royal Drury Lane, my third visit to this brilliant musical. I managed to gate crash the post show party in the theatre and at 2:00 a.m. literally danced my way across an empty cobbled Covent Garden Market and St Paul's Church on the arm of the actor playing Alfred P. Doolittle to try and find my rather anxious parents in a nearby restaurant, who by then thought I'd been kidnapped.

In a way I had—but by Alan Jay Lerner and Fritz Loewe. I was dizzy with the wit, words, and music of this masterful collaboration. Even before seeing *My Fair Lady*, *Gigi* had cast its spell on me in the cinema. By then I'd already set my heart on being a producer of musicals, and indeed started my career as a stagehand and cleaner at the "Lane" less than three years later on another of their great shows, *Camelot*.

Every career needs a little bit of luck and I had the huge luck to meet Alan in the early 1970s when I was producing one of my first original musicals *The Card*, based on the Arnold Bennett novel—we became immediate friends. He asked me how *The Card* was going at the box office as it had received quite good reviews—I told him, "not bad, but the problem was some weeks it made a little money and other weeks it lost money."

"Ah," said Alan, "a succès d'estime."

"What's that?" said I.

"A success that runs out of steam." Alan replied, with rapier speed.

Over lunches, dinners, and very nice wine, in his disarmingly charming way he taught me so much about the use of language and construction of songs so that they would effortlessly flow in and out of a scene. One day, in 1978 when he was directing my first London revival of *My Fair Lady*, I was asking him why the underscore of "Rain in Spain" started where it did and he said "because it has to. If you play the scene at the right pace then it inevitably has to go into song." He explained to me why the lyric of Eliza's great aria "I Could Have Danced All Night" has so many repeated phrases— "It's because Eliza has only just learned to pronounce properly through constant repetition over many weeks so she couldn't possibly suddenly become fluent in posh English." Alan always felt slightly frustrated that the song needed such a deceptively simple lyric where it would be wrong to do anything clever.

Being a friend of Alan's was a great gift so I was delighted that I was able to slightly return the favour by introducing him to another fair lady—the Eliza of that production, Liz Robertson, who became Alan's much loved last wife until he died far too young at 67 in 1986. Four years before that, I had been brought a French concept album of a musical based on Victor Hugo's *Les Misérables*. Alan—who, being the only "American in Paris" that I knew, spoke French and English and was now living in London—was the first person I played it to, alongside Liz, literally the same day I listened to it, hoping he might be interested in writing the lyrics. They both thought it was wonderful and Alan urged me to do it but felt it needed a more colloquial style for the mostly earthy characters— "I write shows about people's dreams." Shortly after this, tragically he discovered he had cancer, a reason he also had to turn down working with Andrew Lloyd Webber and me on *The*

*Phantom of the Opera*. But Alan lived long enough to come to a very early preview of *Les Miz* at the Barbican London, when the show was still nearly four hours long and considered likely to be a disaster by many. He strode across the foyer during the interval and said, “See, I was right Dear Boy. You owe me lunch!”

As I write this, I vividly see that delightful smile and mischievous face, those chewed fingernails which grasped the pens that have written some of the most flawless and brilliant lyrics that have ever been written and I hear again that elegant waspish voice making another quick-witted and often hilarious naughty remark—devastatingly accurate rather than malicious.

I feel so lucky to have shared the street where he lived and, having reminisced far too much, commend Oxford University Press for bringing us this unique collection of Alan’s work—including material that was cut “out of town”—brilliantly and painstakingly researched by Dominic McHugh and Amy Asch. This treasure trove of lyrics is illuminated with fascinating insights and stories of how these great musicals were put together from the page to the stage. For anyone interested in the musical theatre, the complete lyrics of Alan Jay Lerner will have you entranced all night and still have you begging for more.

Cameron Mackintosh

June 2017

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# Editors' Introduction

In Alfred Hitchcock's classic 1959 thriller *North By Northwest*, the protagonist Roger Thornhill (played by Cary Grant) is captured and forced to consume quantities of bourbon by a spy and his henchmen, who have mistaken him for someone else. In a drunken state, Thornhill starts to sing "I've Grown Accustomed to Her Face" (replacing the last two words with "my bourbon") from *My Fair Lady*. By the late 1950s, *My Fair Lady* was so pervasive in American culture that it would have been no surprise to audiences to hear that song coming from Grant's lips. It was in nearly everyone's head, nearly all of the time, thanks to the popularity of the original Broadway cast album—which was the second biggest selling album of the decade—not to mention the dozens of cover versions of the songs that had been made by the biggest pop stars of the day, including Frank Sinatra and Doris Day. "It's no *My Fair Lady*" became a phrase common in theatrical parlance for years to come, as critics and the public at large acknowledged the degree to which it had become a benchmark for intelligent, inventive, emotional musical theater.

Even if Alan Jay Lerner had never written another song lyric in his life, his name would undoubtedly have been important in the history of the Broadway and Hollywood musical because of *My Fair Lady* alone. Yet it's clear from leafing through the pages of this book that the quantity and range of his contribution to the development of the musical was colossal. He wrote musicals based on real life (*Coco*) and fantasy (*On a Clear Day You Can See Forever*); musical comedies (*Carmelina*), literary adaptations (*Gigi*), grand sagas (*Paint Your Wagon*), and intimate romances (*The Day Before Spring*); contemporary stories (*Lolita*, *My Love*) and timeless legends (*Camelot*). Aside from the hits from *My Fair Lady*, his songs include "Almost Like Being in Love," "The Heather on the Hill," "Thank Heaven for Little Girls," "Wand'rin' Star," "They Call The Wind Maria," and "If Ever I Would Leave You," to name but a few.

Lerner's career also encompassed an extraordinary series of composer collaborators, perhaps the most distinguished of any lyricist in Broadway history. As well as his formidable partnership with Frederick Loewe, he also wrote songs with Leonard Bernstein, Kurt Weill, John Barry, Burton Lane, Charles Strouse, Arthur Schwartz, Richard Rodgers, Michel Legrand, and Gerard Kenny, and discussed projects with Jule Styne, Hoagy Carmichael and Andrew Lloyd Webber (with whom he was to have written *The Phantom of the Opera*). Indeed, he was enormously respected by his colleagues: Harold Arlen, composer of *The Wizard of Oz*, wrote him a letter to say that "I've wanted to write to you—oh, so often—to let you know how good it's made me feel to follow yours and Fritz's work . . . I must tell you it's artistically healthy to know you're on the scene—plowing away, and I hope, most of the time, joyously."<sup>1</sup>

Lerner really cared about the profession and his craft, and in the mid-1970s he started to present a series of occasional talks on his career. The transcript of one of them—held in his papers at the Library of Congress<sup>2</sup>—includes the following list of ideas about lyric writing that he liked to espouse in his own work:

- 1) Only write theatrical lyrics.
- 2) Why it is written, how it is written.

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1 Letter from Harold Arlen to Alan Jay Lerner, April 4, 1960, LC-ALC (Alan Jay Lerner Collection, Library of Congress).

2 Source: LC-ALC.

- 3) Theater is popular music—should be both popular and music—the best lives on.
- 4) No avant garde music.
- 5) Purpose of a lyric in a play.
- 6) Like to write lyrics to music.
- 7) Light verse vs. folk.
  - a) *Brigadoon*
  - b) *Paint Your Wagon*
  - c) Sullivan, Lewis Carroll, Nash, Hofferstein, Hart, Porter, Gershwin
  - d) Hammerstein—folk once removed.
  - e) Carmen . . . Puccini
- 8) The rules
  - a) Sounds—vowels and certain notes, etc
  - b) Lyrical phrase matching musical phrase—patter
- 9) Problems in musical theater today—more subject matter than music.
- 10) Personal idiosyncrasies—“S.”
- 11) Things I like to write about.
- 12) Hours of writing—hypnotized.

By this point in his career, Lerner started to feel that he knew what he was doing and, right or wrong, had a framework within which to operate as a lyricist. Nevertheless, he also freely admitted that writing lyrics could be painful. In an article titled “The Rhymes That Try Men’s Souls,”<sup>3</sup> he described the process of writing the title song for *On a Clear Day You Can See Forever* (1965):

I worked on it for two weeks and got nowhere. Finally I decided that every morning I would devote two or three hours to it and then put it away and get on with the rest of the writing. It was eight months before I finally had a lyric that satisfied me. The first few lines I had from the beginning because they contained the kernel of the idea:

On a clear day  
 Rise and look around you  
 And you’ll see who you are.

But after that the fumbling and stumbling began. For a while the next four lines went:

On a clear day  
 Would the news astound you  
 That the flame burning in you  
 Outshines every star.

Aside from being boring, clumsy and unimaginative, it does not even sing well. Then:

On a clear day  
 Miracles surround you  
 And among all these wonders  
 You shine like a star.

Boring. Clumsy. Unimaginative. At last it grew into its final version:

---

3 Alan Jay Lerner, “The Rhymes That Try Men’s Souls,” *TV Guide*, August 1979. Quoted from a typed draft in LC-ALC.

On a clear day  
How it will astound you  
That the glow of your being  
Outshines every star.

Eight months for that? No matter how successful a song may be, and that one, fortunately for me, was, I do not believe any lyric is worth eight months.

Yet the vast majority of Lerner's lyrics were indeed the result of many weeks and months of drafting and rewriting. He was nothing if not self-critical; in a memorable comment from his memoir *The Street Where I Live*, he confessed that the line "Why all at once my heart took flight" (from his *My Fair Lady* hit "I Could Have Danced All Night") made him cringe so much as to give him "cardiac arrest."<sup>4</sup> It has not perhaps been appreciated quite how hard Lerner worked to get it right, and it has been a priority for us to reveal the inner workings of his creative mind. In the spirit of Lerner's article about the process of writing "On a Clear Day," in this book we decided to preserve a good sampling of alternate versions of his lyrics where they have survived. In each chapter, we have tried to present the Broadway version of the show as the primary text and have augmented it in footnotes with earlier and later versions where they exist (e.g., rehearsal versions of the shows, or new lyrics added to a movie adaptation). The wider implication of the book, therefore, is to engage with the idea of the instability of the Broadway text, rather than present an "authorized" or "definitive" version of each lyric. Editorially, we have intervened as little as possible, the only issue being Lerner's inconsistent approach to punctuation; often his own copies of his lyrics contain no punctuation at all, and it is quite common for different published versions of the same musical (e.g., the British and American editions of *My Fair Lady*) to have quite different punctuation, leaving us to decide how to present some of his songs.

In a couple of instances, it has been very difficult to track down enough sources to do a musical complete justice. In particular, we could not locate a Broadway script for *What's Up* (1943), which means the book is missing two lyrics from this show ("From the Chimney to the Cellar" and "Love Is a Step Ahead of Me"). We were also sad not to be able to locate Lerner's materials for *Life of the Party* (1942), a musical on which he worked with Frederick Loewe mainly as book writer, but for which he also added some lyrics. Nor could we find three of the songs from *Fair Enough* (1939), the second of Lerner's Hasty Pudding shows, which he wrote as a student at Harvard. The other particularly sad omission from the book is the song "Face to Face," written for *Camelot* (in which it was sung in Toronto and Boston by Julie Andrews as Guenevere) and cut just before the Broadway opening; after years of hunting, including approaching Dame Julie herself, we could not track it down.

Nevertheless, the volume presents by far the most extensive collection of Lerner's lyrics ever published, going beyond Benny Green's earlier volume *A Hymn to Him* in its scope. Here for the first time are songs from Lerner's student musical *So Proudly We Hail!* (1938), for which he wrote music and lyrics, as well as the lyrics for the unproduced movie *Huckleberry Finn* (1951–1953), which he wrote with Burton Lane. Every chapter contains something new or unfamiliar, ranging from the complete lyrics to the early Lerner and Loewe musical *The Day Before Spring* (1945) to songs cut from *My Fair Lady* before opening night. At his own admission, not every lyric he wrote was a masterpiece, but the street where he lived provided a home for the creation of many of the twentieth century's most beautiful, moving, and enduring popular songs. The last point was

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4 Lerner, *The Street Where I Live*, 86.

of particular importance to him, as he confessed: “It is rather pleasant to know that if your songs are being played and sung when you are not around, it is difficult for people to forget you.”<sup>5</sup> On the eve of his centenary, we hope this bumper collection of his songs helps another generation of musical theater lovers to remember him well.

Dominic McHugh

Amy Asch

January 2017

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5 Lerner, “The Rhymes That Try Men’s Souls,” 2.

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# Acknowledgments

This book has been a huge undertaking for all involved, and we are particularly grateful to our editor at Oxford, Norm Hirschy, for having faith in such a complex and expensive project. Norm's enthusiasm and energy helped to bring everything together, and we thank both him and his assistant Lauralee Yeary for all their help. We also offer thanks to Alphonsa James and colleagues at NewGen for their hard work in typesetting the book.

Our sincere thanks also go to Loren Plotkin, David Grossberg, Liz Robertson, Liza Lerner, and the other Lerner heirs for their support, not least in organizing the many permissions needed to reproduce Lerner's complete lyrics. Emily Altman's support as President of the Frederick Loewe Foundation has also been vital and is much appreciated.

The contributions of two figures have given this book a special connection to Lerner and his world. It is such an honor to include a Foreword by Sheldon Harnick and an Introduction by Sir Cameron Mackintosh to help set the scene for the lyrics, and we cannot thank them enough for the time and care they have bestowed on our behalf.

We also offer particular thanks to the writer and Lerner expert Erik Haagensen, who has been extraordinarily helpful and supportive throughout the process, and generously shared some of his research on *Love Life* and *1600 Pennsylvania Avenue*. His detailed comments and advice have greatly enhanced the project.

Various publishers have been very helpful in organizing licenses for the lyrics contained in this book, including Gabriel Morgan (Alfred Music), TJ Rubin (Imagem), Marie Carter (Leonard Bernstein), and Sean Patrick Flahaven (formerly of Warner Chappell).

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As always, we have been lucky to find so much support from the various librarians and archivists we have encountered during our research, including Ned Comstock (USC), Doug Reside (Billy Rose Theater Collection at the New York Public Library for the Performing Arts), Jennifer B. Lee (Columbia University Rare Book and Manuscript Library), Dale Stinchcomb (Harvard Theatre Library), Richard Boursy (Gilmore Music Library, Yale University), and Walter Zvonchenko (Library of Congress). As ever, Michael Feinstein has been generous with his assistance.

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We also thank our families for their unending love and support, including Lawrence Broomfield, Gilly and Larry McHugh, Sue and Terry Broomfield, Alistair McHugh, Natallia Anisko, and John Riley; Rhoda and Roger Asch, Mark and Stephanie Asch, Meredith Asch, and Toby Moldave.

We are proud to dedicate this book to Mark Eden Horowitz of the Library of Congress. A master among musical theater archivists, Mark has assisted the queries of hundreds of researchers during his time at the Library, greatly enriching the work of scholars and performers in their quest to revisit the riches of Broadway's past. Mark is himself a formidable scholar whose published output includes the book *Minor Details and Major Decisions: Sondheim on Music*, and his impressive stewardship of the Library's musical theater collections is a reflection of his thorough knowledge and deep understanding of them. Nevertheless, we are grateful most of all for his loving friendship, and it is a pleasure to offer this small tribute in return for all he has done for us.

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# Chronology

**August 31, 1918**

Born in New York City

**September 1936**

Arrives at Harvard

**March 29, 1938**

Harvard premiere of *So Proudly We Hail!*

**March 27, 1939**

Harvard premiere of *Fair Enough*

**October 1939**

Announces *The Little Dog Laughed* (unproduced)

**October 8, 1942**

Premiere of *Life of the Party* in Detroit

**November 11, 1943**

Broadway opening of *What's Up*

**November 1944**

Begins work on *The Day Before Spring*

**June 1945**

Starts to draft *Brigadoon*

**November 22, 1945**

Broadway opening of *The Day Before Spring*

**February 1946**

MGM takes up option on screen version of *The Day Before Spring*

**October 1946**

*Brigadoon* announced to the press

**March 13, 1947**

Broadway opening of *Brigadoon*

**April 1947**

Splits with Frederick Loewe

**July 1947**

Announces new collaboration with Kurt Weill

**October 7, 1948**

Broadway opening of *Love Life*

**January 1949**

Starts to write *Royal Wedding*

**May 1950**

Reunites with Loewe and starts to write *Paint Your Wagon*

**February 1951**

MGM buys screen rights to *Brigadoon*

**March 1951**

Premiere of *Royal Wedding*

**October 1951**

Premiere of *An American in Paris*

**November 12, 1951**

Broadway opening of *Paint Your Wagon*

**March 1952**

Begins first attempt at *My Fair Lady*

**March 20, 1952**

Wins Academy Award for screenplay of *An American in Paris*

**April 1952**

Considers writing musical version of *Casablanca* with Loewe

**September 1952**

Considers movie version of *The Girl of the Golden West*

**October 1952**

Abandons first attempt at *My Fair Lady*; severs collaboration with Loewe

**February 1953**

Starts work on new songs for movie version of *Paint Your Wagon* with Arthur Schwartz

**March 1953**

Signs contract to write musical of *Li'l Abner* with Schwartz

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**October 1953**

Starts writing screenplay of nonmusical *Green Mansions* for MGM

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**November 1953**

Ends collaboration with Schwartz; Burton Lane takes over as composer of *Li'l Abner*

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**December 1953**

Undertakes further work on *Huckleberry Finn* for MGM. Production on movie of *Brigadoon* begins

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**August 1954**

Resumes work with Loewe on *My Fair Lady*; abandons *Abner*

---

**September 1954**

Premiere of movie version of *Brigadoon*

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**April 1955**

Plans musical adaptation of *Saratoga Trunk*

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**March 15, 1956**

Broadway opening of *My Fair Lady*

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**April 1956**

Abandons *Saratoga Trunk*

---

**May 1956**

Begins work on screenplay of *Gigi* without Loewe

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**February 1957**

Loewe agrees to write score for *Gigi*. Lerner directs rehearsals of National Tour of *My Fair Lady*

---

**March 15, 1957**

World premiere of songs dedicated to Harvard, with music by Leonard Bernstein, at Carnegie Hall

---

**March 27, 1957**

Revival of *Brigadoon* opens at City Center, New York

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**April 21, 1957**

*My Fair Lady* wins six Tony Awards

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**April 1957**

Lerner moves to Paris to work on *Gigi*

---

**October 1957**

Announces work on *Father of the Bride* with Loewe

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**December 1957**

Abandons work on *Father of the Bride*

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**April 1958**

Loewe suffers heart attack and cannot attend London premiere of *My Fair Lady*

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**May 15, 1958**

*Gigi* receives world premiere screening

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**May 1958**

Lerner and Loewe consider musical version of *Life with Father*

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**February 1959**

Lerner and Loewe start work on *Camelot*

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**February 18, 1960**

Lerner elected President of Dramatists Guild

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**April 18, 1960**

*My Fair Lady* receives premiere in Moscow

---

**October 1, 1960**

First performance of *Camelot* in Toronto

---

**October 4, 1960**

Hospitalized for bleeding ulcer

---

**October 14, 1960**

Takes over direction of *Camelot*

---

**December 3, 1960**

Broadway opening of *Camelot*

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**April 6, 1961**

Announces new collaboration with Richard Rodgers

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**February 11, 1962**

*The Broadway of Lerner and Loewe* TV special is aired

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**September 30, 1962**

*My Fair Lady* closes on Broadway

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**October 1962**

Announces details of *I Picked A Daisy* with Richard Rodgers

---

**Early 1963**

Works on screenplay of *My Fair Lady*

---

**May 23, 1963**

Produces birthday celebration for President Kennedy at the Waldorf-Astoria

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**July 1963**

Collapse of collaboration with Rodgers; Burton Lane takes over as composer of *On a Clear Day*

---

**January 1964**

Agrees to write screenplay and lyrics for *Doctor Doolittle*

---

**October 1964**

*My Fair Lady* movie is released to cinemas

---

**December 1964**

*My Fair Lady* wins New York Film Critics' Award

---

**October 17, 1965**

Broadway opening of *On a Clear Day You Can See Forever*

---

**January 1966**

Announces collaboration with Andre Previn on *Coco*

---

**February 27, 1966**

Tribute to Lerner broadcast on The Bell Telephone Hour. Preproduction on movie of *Camelot* begins in the same month

---

**August 1966**

Visits Coco Chanel in Paris to discuss *Coco*

---

**October 1967**

Charity premiere of *Camelot* film in New York

---

**1968**

Writes new songs with Previn for movie of *Paint Your Wagon* and screenplay of *On a Clear Day* for Barbra Streisand

---

**February 1969**

Celebrates twenty-five years in show business at the Waldorf-Astoria

---

**October 15, 1969**

Premiere of *Paint Your Wagon* movie

---

**December 18, 1969**

Broadway opening of *Coco*

---

**June 17, 1970**

Movie of *On a Clear Day* opens in cinemas

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**November 1970**

Announces stage adaptation of *Lolita* with music by John Barry

---

**March 23, 1971**

*Lolita, My Love* opens in Boston tryout, but closes before reaching Broadway

---

**September 1971**

Lerner and Loewe reunite to write score for *The Little Prince* and revision of *Gigi* for the stage

---

**Early 1973**

Filming of *The Little Prince* takes place

---

**May 15, 1973**

Pre-Broadway tour of *Gigi* opens in San Francisco

---

**November 1973**

Starts to write *1600 Pennsylvania Avenue* with Bernstein

---

**November 13, 1973**

Broadway opening of *Gigi*

---

**April 11, 1974**

Premiere of City Center show *Music! Music! Music!* for which Lerner wrote some "footnotes"

---

**April 21, 1974**

Lerner and Loewe win Tony Award for Best Score for *Gigi*

---

**December 1974**

*The Little Prince* is released

---

**1975**

Extensive work on *1600 Pennsylvania Avenue*

---

**March 25, 1976**

Anniversary revival of *My Fair Lady* opens on Broadway

---

**May 4, 1976**

Broadway opening of *1600 Pennsylvania Avenue*

---

**Fall 1976**

Work begins on *Carmelina*

---

**January 1977**

Lerner appears at musical theater festival in Sydney, Australia and starts work on memoir *The Street Where I Live*

---

**March 1977**

Announces *Carmelina* to the press

---

**Fall 1978**

Publication of *The Street Where I Live*

---

**April 8, 1979**

Broadway opening of *Carmelina*

---

**May 14, 1979**

Tribute to Lerner and Loewe at Museum of the City of New York

---

**Summer 1979**

Briefly discusses collaboration with Michel Legrand on *The Mountains of Peru*

---

**November 1979**

Major revival of *My Fair Lady* in London, with direction by Lerner

---

**July 8, 1980**

New York revival of *Camelot*

---

**October 16, 1980**

City Center revival of *Brigadoon*

---

**April 1981**

Begins work on film adaptation of *The Merry Widow* and briefly works on *Copperfield*

---

**May 1981**

Announces *Dance a Little Closer*, with Charles Strouse

---

**August 18, 1981**

Harrison revival of *My Fair Lady* opens on Broadway

---

**February 1982**

Decides to direct *Dance a Little Closer*

---

**May 11, 1983**

Broadway opening of *Dance a Little Closer*

---

**August 1983**

Involved in a car accident; spends the rest of the year researching a history of the musical theater (*The Musical Theatre: A Celebration* is published posthumously in 1986 [New York:McGraw Hill])

---

**Summer 1984**

Begins work on *My Man Godfrey* with Gerard Kenny

---

**October 1984**

Starts to revise *Gigi* for London stage premiere

---

**January 1985**

Hands over *Carmelina* revisions to Joseph Stein and continues work on *Gigi*

---

**February 15, 1985**

Premiere of lullaby for Prince Harry, "Brocades and Coronets," with music by Gerard Kenny

---

**March 1985**

*My Man Godfrey* announced to the press

---

**April 1985**

Completes some initial work on *Teddy and Alice*

---

**September 17, 1985**

Premiere of revised stage version of *Gigi* in London

---

**December 8, 1985**

Receives Kennedy Center Honors award with Loewe

---

**January 1986**

Discusses collaboration with Andrew Lloyd Webber on *The Phantom of the Opera*

---

**March 31, 1986**

Withdraws from *Phantom* after diagnosis of cancer

---

**June 14, 1986**

Dies in New York

---

THE COMPLETE LYRICS OF ALAN JAY LERNER



FIGURE 1.1 Alan Jay Lerner. (Credit: Photofest)

# Lerner Before Broadway, 1934–1941

This chapter brings together songs written by Lerner before his Broadway collaboration with Frederick Loewe got underway. It consists mainly of lyrics from the two Hasty Pudding shows to which he contributed during his time at Harvard University: *So Proudly We Hail!* (1938), a satire on cafe culture that involved Hitler and Mussolini, and *Fair Enough* (1939), which was about the World's Fair. The college songs are preceded by the Choate School fight song, which Lerner wrote when he was sixteen. After the college numbers are other songs of the late 1930s and early 1940s, whose purpose is not as clear. Unless otherwise noted, the songs in this chapter all have both words and music by Lerner.

## Choate Football Song

Written with another student called Carlton Tobey, the “Choate Football Song”<sup>1</sup> was probably created in 1934, when Lerner was sixteen years old. He was at the Choate School in Wallingford, Connecticut, where his fellow students included the future President John F. Kennedy. The song itself is trivial, of course, but as Lerner’s earliest surviving lyric it is important.

Oh, let us give a cheer for Choate today;  
We’ve the fighting spirit that will win the fray.  
Gold and Blue, victorious ever,  
Knows the way to play.  
A rousing cheer’s in order for the team  
Choate will reign supreme;

So let us prove that we can lead the way,  
We’ve the might to win.  
We’ve the fight to win.  
Victory belongs to Choate! Choate! Choate!

## From *So Proudly We Hail!* (1938)

Lerner’s first attempt at writing a musical, *So Proudly We Hail!*, was described in a review as “a satire on Café Society with implications involving Mussolini, Hitler, and Roosevelt and their respective countries, and the small nation of Cafeteria, bounded by Central Park East and 42nd street.”<sup>2</sup> The show was one of the famed annual Hasty Pudding Theatricals, which Lerner reveled in making contributions to. Not only did he write both the words and music to several songs, he also played a Singing Mannequin and a Chorus Girl in the production (it was a male-only club).

1 Source: lyric sheet from the Alan Jay Lerner Collection, Library of Congress.

2 Quoted in McHugh, *Alan Jay Lerner*, 4.

## Livin' the Life

"Livin' the Life"<sup>3</sup> was the show's opening number, and it was a typical 1920s-style upbeat curtain-raiser. In the first quatrain in particular, one can see the influence of writers such as Ira Gershwin, one of the leading lyricists of Lerner's youth who tended in that period to project optimism as the overriding sentiment of the musical comedy form.

### KEN AND CHORUS:

Leave your worries behind you.  
Let the sunshine break through.  
Don't let cares ever find you;  
Here's the only thing for you to do:  
  
Singing, dancing, wine, romancing now,  
Livin' the life.  
Make your laughter hit the rafter now,  
Livin' the life.

Gotta get your white tie, tails and topper  
And start in going to town.  
You can make this world a walloper  
If you do it up brown.

It will get you, it will set you  
Up on top of the world,  
Livin' the life.

## Something New for a Change

"Something New for a Change"<sup>4</sup> was written by Lerner for himself to sing as the Singing Mannequin, backed by the chorus. The number already shows some of the hallmarks of his style as a lyric writer, with its sense of ennui anticipating Gaston's "It's a Bore" in *Gigi*.

### MANNEQUIN AND CHORUS:

I'm seeking something that's new for a change.  
I'm tired of hearing of homes on the range;  
I'm sick of bank-books that are in the red,<sup>5</sup>  
I don't believe a word Congress has said,  
  
I'm always hearing the President's voice,  
I find no cause to be gay or rejoice,  
I only know that I want to arrange  
A thrill, or something that's new for a change.

I'm tired of reading of eight-year-old brides;  
Of seeing pictures of old Ironsides.  
Our staff of crooners now makes me quite ill,  
I'm bored of movies by Cecil de Mille,

I hate the way that they're ending all vice,  
I loathe the postmen who always ring twice,  
I only know that I want to arrange  
A thrill, something that's new for a change.

---

3 Source: lead sheet from the copyright deposit, Library of Congress, dated October 22, 1937. Unless otherwise noted, the sources for this chapter are all from the Library's copyright deposit.

4 Source: lyric sheet from the Warner-Chappell Collection, Library of Congress.

5 An alternative lyric sheet has two different lines here, the latter anticipating the "Domestic Champagne Waltz" from *On a Clear Day You Can See Forever*:

I'm bored with parties that now seem inane,  
I'm sick of drinking domestic champagne.

## My Chance to Dream

Published by Chappell and Co.,<sup>6</sup> “My Chance to Dream” was described in the show’s program as a “smash ballad.” Musically, it has something of Jerome Kern’s line about it, without quite achieving his harmonic sophistication. The lyric, too, is derivative, with its references to “trees and flow’rs and April show’rs.” Still, it is a solid achievement, and it was one of only three songs (the other two were not by Lerner) from the production to be published.

### KEN AND JOAN:

Some people may have their fun  
In dancing and singing till one,  
But I find my thrill in dreams,  
That’s when I’m happy, it seems.

When I hear a song,  
Of trees and flow’rs and April show’rs,  
And think you’re whisp’ring “tonight is ours!”  
Oh, that’s<sup>7</sup> my chance to dream.

When I think I hear  
You say to me “It’s plain to see

My love is yours for eternity.”  
Oh, that’s my chance to dream.

For I’m the kind  
Who, time out of mind,  
Lives in a world of my own,  
Just because I never have known  
When to reveal—how I feel;

I’ll still go along  
And when it’s time for stars to shine,  
I’ll throw my head back and say that I’m  
So lucky with my chance to dream!

## Man About Town

Although it was not chosen for publication, “Man About Town” is probably Lerner’s most interesting contribution to *So Proudly We Hail!*<sup>8</sup> Without having access to the script it is difficult to know exactly how it fits the plot, but the storytelling and sense of progression from beginning to end are surprisingly well constructed, with the poignant reference to the lonely “man about town” in the final stanza.

### KING AND CHORUS:

He’s always at parties and dances and such,  
But frowns on romances, and says that for him  
he thinks they’re really too much,  
That’s the Man About Town!

He drinks quite a bit from morning till night,  
But never gets lit, he says that he never even  
ever was tight,  
That’s the Man About Town!

He’s very well known in New York,  
At Tony’s, Morocco, and Stork,

---

6 Sources: sheet music published by Chappell and Co., 1939, and lyric sheet from the Warner-Chappell Collection, Library of Congress. The sheet music’s title is “Chance to Dream” but “My Chance to Dream” is the title on the typed lyric in the Warner-Chappell Collection.

7 The lyric in the source from the Warner-Chappell Collection has been corrected by Lerner; the original line says: “That’s when I get my chance to dream.”

8 Source: Warner-Chappell Collection, Library of Congress.

And if on any bender there's an extra girl found,  
He'll always be around.

But as years pass him by, and all's said and done,  
He'll sit back and sigh without love and know  
that he's the loneliest one,  
That's your Man About Town!

---

## From *Fair Enough* (1939)

### From Me to You

Sadly, only two of Lerner's five contributions to the next Hasty Pudding show, *Fair Enough* (1939), have survived.<sup>9</sup> (The others are titled "Blame it on Chichita," "Blue Ribbon Jury," and "Fair Enough.") Lerner's abilities had rapidly improved, and "From Me to You" is a very respectable 1930s love ballad, with simplicity and sincerity replacing the clichés of some of his work in *So Proudly We Hail!*

**NED AND SHEILA:**

Don't go, I've something more to declare;  
Don't go, I've got some feelings to air;  
I must confide something *entre nous*  
Concerning me and you.

From me to you  
I'll let a secret out;  
From me to you,  
I've learned what love's about.

I've just felt my head reeling the funniest way  
And Heaven has no ceiling since love bid good day.  
From me to you,  
I'd like to have the right  
To say and do  
The things I wish I might.  
I'll offer you a heart as good as new  
And say "It's yours, from me to you."

### Home Made Heaven

Both "From Me to You" and "Home Made Heaven" were published, and, like most of the songs in this chapter, they featured both words and music by Lerner (though he unquestionably had help with the accompaniments, which are credited to Richard Lewine). "Home Made Heaven" has a particularly attractive verse in duet form, where the protagonists Ned and Sheila converse about their dream to have a "home made heaven," which was Lerner's take on the "cozy little cottage" trope of many other songs of the pre-War period (e.g. "Tea for Two").<sup>10</sup>

**NED:**

Didn't you ever dream you owned a palace?  
Or were an Alice in Wonderland?

**SHEILA:**

Yes, and I dreamed that in my palace I'd find  
The perfect right kind of wonderman.

---

<sup>9</sup> The source for this lyric is the published sheet music.

<sup>10</sup> Many thanks to Jeffrey Magee for sharing his ideas on the "cozy cottage" trope at the "Putting It Together" conference at the University of Sheffield in May 2016.

**NED:**

Well, darling, those things can happen today  
But not just in that fabulous way.

Times have changed and dreams are not what  
they used to be;  
So, here's a palace "a la twentieth century."

Street lights and noises of horns behind us  
And where no one can find us,  
We'll have a home made heaven.

Sunlight that's pouring through ev'ry  
room, dear,  
Chasing away the gloom, dear,  
We'll have a home made heaven.  
Though not gigantic, it's so romantic,  
It's living the perfect life;  
Far from the city's strife,  
Just you and I, the moon and sky.  
And with the chimes of the neighb'ring steeple,  
We'll know we're lucky people,  
We'll have a home made heaven.

---

## Miscellaneous

### My First Night with You (1937)

Most of the songs in this section were found in the copyright deposit at the Library of Congress, where Lerner submitted them in October 1937. It is likely that "My First Night with You" and the next three songs were intended for use in a Hasty Pudding show or similar student musical, although their slightly generic nature makes it difficult to place them with certainty.

Oh! My first night with you,  
I seemed to feel that it couldn't be real,  
That first sight of you.  
I felt I knew at the start  
I would lay at your feet  
Every quickening beat  
Of my whole helpless heart.  
Oh, my first night with you,  
I wasn't living  
Until I was giving  
That first night to you.

You were a vision to see.  
You changed gray into blue  
And the cares that I knew

Seemed to vanish from me.  
Then I heard a rumbling,  
My earth was tumbling,  
As the sunshine replaced rain.  
My days were all boring,  
Till I was adoring.  
It was the first time that my heart was in flame.

And oh! My first night with you  
Came like the passion  
That soon was to fashion  
My whole life in you.  
My love on you will I spend,  
Make there never an end  
To that heavenly first night with you.

## Then I'll Forget You (1937)

“Then I'll Forget You” contains at least one line (“When April show'rs have failed to bring flow'rs”) that was reworked for the *So Proudly We Hail* song “My Chance to Dream.” It was perhaps the first of many times in Lerner's long career when he would reuse a successful idea from an unsuccessful song.

There are some things in life you know.  
Things that you never forget.  
Happiness comes but only to go  
Leaving you nothing but cause to regret.

And so it was meeting you,  
Now there's one thing I know is true:

When leaves of brown don't fall on the ground,  
When morning comes without dew,  
When all the birds stop their singing,  
I'll forget you.

When clouds on high are tossed from the sky,  
And heavens never seem blue,

When chapel bells stop their ringing,  
I'll forget you.

I never have the urge to go out dancing,  
I never have the urge to hum a song,  
And when I know you're with someone  
romancing,  
It makes the days seem twice as long.

When April show'rs have failed to bring flow'rs  
And winds don't blow as they do,  
The day my heart stops its beating,  
I'll forget you.

## You're My Song (1937)

Music as a metaphor was a common device in the Broadway musical of the 1920s and 1930s, and Lerner was following convention in writing “You're My Song.” Again, this song is undistinguished in itself but important as part of understanding Lerner's development as a songwriter.

All through life I've loved the sound of music in  
my ear,  
Loved the sound of melodies ringing clear.  
Though I never knew why  
I appreciated song,  
Now I know the meaning, I learned it the day  
you came along.

You're my song,  
You're the melodies in  
rhapsodies I know of,  
You're the harmonies from symphonies that  
I love.  
You're my song.

You're my song,  
You're the words complete, the rarest treat  
I know of,  
You're the thrill untold that won't grow old they  
call love.  
You're my song.

Since the very start,  
The rhythm of my heart has been fast.  
It's not here for a day,  
I know it's here to stay, it will last,  
Will last.

You're my song,  
You're the world sublime I wish were mine,

You know, dear,  
And I know it's real

Because I feel when you're here,  
You're my song.

## You're Not My Type (1937)

"You're Not My Type" is one of Lerner's more old-fashioned efforts. The lyric suggests 1920s musical comedy without much attempt to respond to dramatic context. However, it has some amusing jokes and rhymes, with the verse about "Crosby, Tibbett, and Jenny Lind" suggesting the influence of Lorenz Hart, who would later become Lerner's friend and mentor.

Gee, you're swell! Gee, you're grand!  
You've got everything to offer a man,  
But darling, things have gone awry.  
How I hate leaving you,  
But there's nothing else for me to do.  
Oh, darling, don't you see the reason why?  
Oh my!

Very fond of Crosby, Tibbett, and Jenny Lind,  
Hate to be in places where there's noise and  
there's din,  
But then you haven't even finished "Gone with  
the Wind".  
You're not my type.

We like to go to Florida and get nice and brown.  
Like to go to symphonies and operas in town.  
But then you say your fav'rite song's "The Music  
Goes Round."  
You're not my type.

So it's easy to see  
That you're not right for me.  
Just those special things small  
Make me feel that it's no use at all.

And you like the novels, plays, and poems I've read.  
Know I like to eat a lot and see I'm well fed.  
But why do you persist in eating crackers in bed?  
You're not my type.

Like to go out dancing under Broadway's bright  
lights.  
Like to go to Europe and see all of the sights.  
But who hogs all the blankets on those cold  
winter nights?  
You're not my type.

I always liked the way you sing although it's  
off key.  
Like the way you smiled and said you knew you  
loved me.  
But then you told me that you'd voted for  
Franklin D.  
You're not my type.

So let's call it a day.  
What's there left us to say?  
Let's part while we've a chance,  
And go search for another romance.

Liked the way you always see they've rugs on  
the floors.  
Liked the way that you object to slamming  
of doors.  
But where in heaven did you get that mother of  
yours?  
You're not my type.

## Evening at the Stork (c.1938)

Lerner was already starting to get his songs performed professionally by the time of his Hasty Pudding compositions.<sup>11</sup> A column in the *Columbia Daily Spectator* on March 7, 1938 noted: “Ben Wells has promised us the best tasting ‘Hasty Pudding’ to date . . . Alan (Harvard) Lerner who has music in that same ‘Show of He’s’ has a swell song being Stork Clubbed by Bobby Parks’ swell band titled ‘An Evening at the Stork Club’ plenty Benny Goodmanish . . .”<sup>12</sup> The Stork Club, which was open from 1929 to 1965, was one of New York’s most elite nightclubs.

Looking forward to an evening of enjoyment,  
For in picking out the places I’m no dud.  
I’ll be truckin’ along,  
Making whoopee till dawn;  
Spending an ev’ning at the Stork Club.

This is gonna be my night for just enjoyment,  
Ev’ry trouble in the world tonight I’ll snub.  
I’ll be going to town as the music goes round,  
Spending an ev’ning at the Stork Club.

Oo-oh yes, let music fill the air.  
Just some good romantic swing will answer my  
prayer.

Never felt before I wanted such enjoyment;  
But tonight with ev’rything that’s gay I’ll rub.  
Satan’s gone with the wind and a new  
feeling’s in,  
Spending an ev’ning at the Stork Club.

## Between Friends (1940)

One of Lerner’s few songs to be published before commencing his collaboration with Frederick Loewe, “Between Friends” was written with Stanley Miller (one of the other lyricists of *So Proudly We Hail!*) and Ted Straeter (a pianist and bandleader, who led the band and chorus on Kate Smith’s radio show from 1938 to 1943).<sup>13</sup> It is professional rather than distinctive, but it is further evidence of Lerner’s apprenticeship, which would soon lead to his Broadway career.

It’s a lovely night,  
No romance in sight.  
I’m a crazy loon,  
Staring at the moon.  
For I have no one to tell my story to,  
And so I appeal to you.

Oh!  
Moon, though you know what I’m thinking,  
Don’t tell a soul, keep winking.  
It’s just between friends.

Moon, though I’m in love and show it,  
Don’t tell the world you know it.  
It’s just between friends.

’Cause maybe she has a heart that’s lonely,  
And there’s a chance if only  
You let her know that I’m so very solitary.

Moon, please make her mine completely;  
Then disappear discreetly.  
We’ll keep it just between friends.

11 Source: copyright files, LC; registered February 2, 1938.

12 “Lion About Town,” *Columbia Daily Spectator*, Vol. 61, no. 89, March 7, 1938. Accessed online at <http://spectatorarchive.library.columbia.edu/cgi-bin/columbia?a=d&d=cs19380307-01.2.17&e=-----en-20--35012--txt-txIN-columbia----#> on July 30, 2016.

13 The source for this lyric is the published sheet music from 1940.

## New Yorkshire Pudding (c.1941)

In his memoir,<sup>14</sup> Lerner recorded that his collaboration with Frederick Loewe began at the Lambs Club, when, on the way to the men's room, Loewe stopped to ask if Lerner wrote lyrics. The Lambs was a club for men in the performing arts, though at the time they might not have been considered gentlemen. Their clubhouse building on West 44th Street had amenities such as a bar, card room, dining room, and rooms for residents. Lerner lived there at some points after college and often played cards there with Larry Hart. Members entertained each other in revues called "Gambols." The Lambs archive has programs<sup>15</sup> from a handful of late 1930s and early 1940s shows where Loewe is credited as pianist or composer and one where he played the role of Chopin in a sketch where classical musicians asked "Who Has Stolen My Songs?" Loewe and Lerner were on the same bill (but in separate sketches) in the Lincoln's Birthday Gambol on February 9, 1941. Alan Lerner (as he was billed) offered a madrigal titled "Lambshire Pudding" that was performed by eight singers and staged by Arthur Pierson, who two years later was co-author of Lerner and Loewe's first Broadway production, *What's Up*. "Lambshire Pudding" has not been located, but an incomplete music manuscript in Lerner's hand, with the related title "New Yorkshire Pudding,"<sup>16</sup> and also labeled a madrigal,<sup>17</sup> contains this lyric.

When you are in New York  
You must do as New Yorkers do.

[Ad lib]

Use their talk  
In Old New York  
Put your mind to work

(Mind to work

Silly jerk)

There's no sense being a silly jerk

[Ad lib]

We found LaGuardia is surely the best known  
may'r alive

Though people think that he looks like Mister  
Five by Five.

There's no more bingo at Loew's

There's no more bank nite<sup>18</sup> at R.K.O.'s

It's been said bingo's dead.

We listen to the radio

And to Barney's we always go.

[Ad lib]

Dig, dig, dig

All the news that's fit to print here.

Fa-la-la-la-la etc.

Ask the man who owns one

Have no fear.

Fa-la-la-la-la etc.

It is fun to be a little queer.

We can always pass it off with

Fa-la-fa.<sup>19</sup>

14 Lerner, *The Street Where I Live*, 27. Lerner dates this conversation to August 1942, but they surely crossed paths in the preceding year or two.

15 Box 94, Lambs Club Records, \*T-Mss 1976-003, Billy Rose Theatre Division, The New York Public Library for the Performing Arts.

16 Box 22/2, Lambs Club scores, Music Division, The New York Public Library.

17 Lerner returned to the comic madrigal in *Love Life* (1948).

18 This is Lerner's spelling.

19 It's clear that the song continues, but no further pages were found.



FIGURE 2.1 Alan Jay Lerner (left) and Frederick Loewe. (Credit: Photofest)

**Composer:** Frederick Loewe.

**Co-librettist:** Arthur Pierson.

**Tryouts:** Playhouse Theatre, Wilmington, Delaware: October 22–23, 1943; Walnut Theatre, Philadelphia: October 25–November 6, 1943.

**Broadway run:** National Theatre: November 11, 1943–January 4, 1944; 63 performances.

**Broadway credits:** Book by Alan Jay Lerner and Arthur Pierson.<sup>1</sup> Lyrics by Alan Jay Lerner. Music by Frederick Loewe. Book Directed by Robert H. Gordon. Production Staged by George Balanchine. Production Designed by Boris Aronson. Costumes by Grace Houston. Orchestrations by Van Cleave. Vocal Arrangements by Bobby Tucker. Orchestra under the direction of Will Irwin. Presented by Mark Warnow.<sup>2</sup>

**Broadway cast:** Jimmy Savo (Rawa of Tanglinia), Johnny Morgan (Sgt. Moroney), Gloria Warren (Virginia Miller), and, in order of appearance: Mary Roche (Jayne), Pat Marshall (Susan), Mitzi Perry (Eleanor), Lynn Gardner (Margaret), Claire Meade (Harriett Spinner), Honey Murray (Pamela), Sondra Barrett (Louise), Sara Macon (Martha), Marjorie Beecher (May), Phyllis Hill (Jennifer), Frank Kreig (Doctor), Larry Douglas (Sgt. Willie Klink), Rodney McLennan (Captain Robert Lindsay), Jack Baker (Sgt. Henry Wagner), Robert Bay (Second Lt. Murray Bacchus), Don Weissmuller (First Lt. Ed Anderson), Helen Wenzel (Judy), William Tabbert (Sgt. Dick Benham), Kenneth Buffett (Sgt. Jimmy Stevenson).

**Sources:** In this chapter, the sources for the lyrics are the published sheet music (PM), Loewe's autograph manuscripts housed at the Library of Congress (LC-FLC) and an early draft of the script<sup>3</sup> from the Harvard Theatre Collection (DS). Substantial research, including the Harvard draft script, was compiled in 2002 by Christopher Caines for the Popular Balanchine Dossier<sup>4</sup> project.

DS: Draft Script, undated (c.1943), Harvard Theatre Collection.

LC-ALC: Alan Jay Lerner Collection, Library of Congress.

LC-FLC: Frederick Loewe Collection, Library of Congress.

1 Pierson was a fellow member of the Lambs Club. Before *What's Up* he directed two very short-lived Broadway plays and dialogue scenes for *Ziegfeld Follies of 1943*. The source of the story of *What's Up* is unknown.

2 Warnow (1900–1949) was best known as a conductor for the CBS radio network, including “Your Hit Parade.” This was his only Broadway producing credit.

3 The DS is titled *What's Up?*, but programs from the tryout cities do not use the question mark; nor does the Broadway Playbill.

4 The Popular Balanchine Dossiers, (S)\*MGZMD 146. Jerome Robbins Dance Division, The New York Public Library for the Performing Arts.

Lerner and Loewe's first collaboration was on a musical called *Life of the Party* in 1942. Lerner was called in to assist with the book, and he ended up contributing additional lyrics, but the nature of these is unclear; the lyricist was Earle T. Crooker, Loewe's regular lyricist up to that point. The musical opened and closed in Detroit and has never been seen or heard of again. Yet Lerner and Loewe must have found their collaboration satisfying, because they immediately set to work on their next musical, *What's Up*, which opened in 1943. Beyond reading the reviews, it is difficult to assess the work comprehensively because neither a complete score nor Broadway version of the script has survived in a public archive.<sup>5</sup> However, an early draft of the script and manuscripts for many of the songs give a reasonably clear picture of the style and content of the show. Although the score contains some attractive numbers, the book, which was by Lerner with Arthur Pierson, was evidently uneven. While the only surviving script is an early draft, its weaknesses are clearly reflected in the poor reviews for the work. The most savage and amusing appeared in the *New York Times*, which said: "No one expects a musical comedy book to rank as high literature—although one or two have—but something a little this side of embarrassing does no harm. *What's Up* is all right when it is tap dancing or singing, but when it settles down to conversations, the entire course of the world seems to slow down until it has finished."<sup>6</sup> Louis Kronenberger's review in *P.M.* was headed "So Cute You Could Spank It" and he opined: "About most shows this season, one's only wish is that they had never occurred to their authors. *What's Up* at least reached the level of making one wish that something could have been done about it."<sup>7</sup>

Lerner and Pierson's plot is indeed the flimsy stuff of earlier musicals. The story is set in the present day, and wartime America is frequently referred to, including an introductory speech from one of the characters who reassures the audience to keep calm in the event of an air raid: "The management has asked me to remind you that in case of an alert, please remain in your seats. A competent staff has been trained for just such an event."<sup>8</sup> A plane carrying an Eastern potentate (the Rawa of Tanglinia),<sup>9</sup> whose presence in Washington is vital for the stability of the American economy, crash lands in the grounds of Miss Langley's School for Girls. There has been an outbreak of measles at the school, so the men have to be quarantined and are not allowed to leave. This gives rise to a series of heavily gendered scenes in which the men and women are placed in two separate rooms and discuss one another. Eventually they start to interact and decide to hold a party. Chaos ensues, but in true Broadway style, the plot is resolved just in time for the final curtain.

*What's Up* was not fated to run very long: it lasted about eight weeks on Broadway, and was never performed again. But it is an interesting historical landmark for a number of important figures. It was the

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5 In 1999 Christie's auctioned a script for *What's Up* signed by Loewe and piano-vocal scores for three songs. The editors have not been able to identify the buyer or locate the material, which means that "Love is a Step Ahead of Me," "From the Chimney to the Cellar," and the full version of "You've Got a Hold on Me" are sadly not included in this chapter.

6 Lewis Nichols, "A Group of Young People Sing and Dance the Measures of 'What's Up' at the National," *New York Times*, November 12, 1943. Clipping in the George Balanchine dossier, New York Public Library.

7 Louis Kronenberger, "So Cute You Could Spank It," *P.M.*, November 12, 1943. Clipping in the George Balanchine dossier, New York Public Library.

8 This quotation is from the first page of the draft script in the Harvard Theatre Collection. Of course, it is possible that the line was cut before Broadway, but it is curious that this speech was at least Lerner's original intention.

9 This role was played by Jimmy Savo, remembered today for his Dromio in *The Boys from Syracuse*, but renowned in his day as a comical mime. His character has no song, as his language is unintelligible to all but Virginia. However, he had a lecherous dance number with a very tall ballerina. Savo was a fellow Lamb, and perhaps that connection made it possible for writers so new to Broadway to engage a marquee name for their debut.

first of only two Broadway musicals to be orchestrated by Van Cleave, who went on to be a major figure in Hollywood music (*Easter Parade*, *White Christmas*); it was the second of only two Broadway productions to be directed by George Balanchine, who was one of the finest choreographers of all time; it was an early Broadway production by Boris Aronson, who went on to design *Fiddler on the Roof*, *Cabaret*, and several of Stephen Sondheim’s musicals; and, of course, it was the first Broadway production by Lerner and Loewe<sup>10</sup>. That Lerner did not retain a copy of the script suggests he did not value the work, and certainly the surviving draft is far from distinguished. Yet a few of the songs, such as “My Last Love” and “You’ve Got a Hold on Me” (the first of many of Lerner’s songs to be covered by Frank Sinatra), give a flavor of what was to come, and Lerner’s Broadway debut was an important event. Nonetheless, his attitude towards the piece is obvious from this amusing anecdote he told toward the end of his life:

The first show that Frederick Loewe and I ever wrote was in 1943. It was called “What’s Up” and all by itself it was a major disaster.

The most distinguished catastrophe that occurred was on the opening night in Wilmington, Delaware. At the end of the first act, a young girl picked up the telephone to speak to the President of the United States to ask his advice and help in her love affair. As she was listening to his reply, violins playing accordingly in the pit and shining tears streaming down her cheeks, the P.A. system suddenly picked up a police call. The theatre was immediately filled with the gruff voice of a man saying: “Calling Car 42. Calling Car 42. Go immediately to etc.” The music swelled and the curtain fell. Unfortunately, it did not fall on me.<sup>11</sup>

## Miss Langley’s School for Girls

Lerner’s draft script describes “Miss Langley’s School for Girls”<sup>12</sup> as the “alma mater song,” so although the music has not survived in LC-FLC, it is reasonable to infer that this was a pastiche school song. Yet the number is heightened and given a musical comedy twist through the final lines of each refrain, in which Miss Langley is made out to be a builder, roofer, and plumber. Perhaps the lyric was polished before it reached the stage; certainly the word “fraternal” seems out of place in a girls’ school song.

### EIGHT GIRLS:

Miss Langley’s school for girls  
 Cheer as our flag unfurls  
 Our alma mater’s in a class all its own.  
 Long has our school been great,  
 Ever the consummate,  
 And it’s established that Miss Langley herself  
 Picked out the site and laid the cornerstone,  
 And she built the buildings,  
 And what is more she did it all alone.

Miss Langley’s school for girls  
 Teaches the rule for girls.  
 Here, seeds of dignity have always been sown.  
 This is the Mecca of  
 Deep and fraternal love,  
 And it’s established that Miss Langley herself  
 Put on the roof and nailed the shingles down,  
 And put in the plumbing,  
 And what is more she did it all alone.  
 Miss Langley’s school for girls.

<sup>10</sup> Loewe had two earlier Broadway credits with lyricist Earle Crooker. One song in *The Illustrators’ Show* (1936, five performances) and the full score of *Great Lady* (1938, twenty performances).

<sup>11</sup> Alan Jay Lerner, anecdote intended for a book called *Benny Green’s Book of Calamities*, copy in LC-ALC.

<sup>12</sup> Source: DS.

## You've Got a Hold on Me

"You've Got a Hold On Me"<sup>13</sup> was one of the last songs to be written for the show (it does not appear in the draft script). In the Broadway version, it was sung by Margaret and Sgt. Willie Klink at the end of the opening scene, and was reprised as a production number by Virginia, Sgt. Dick Benham, the fliers, and the girls in the third scene of Act 2. In the tryouts, the latter iteration of the song was the first and only time it was heard in the show; perhaps it was moved forward when Lerner and Loewe realized it was one of the strongest numbers in the score. Certainly both the music and lyrics have a haunting, almost Cole Porter-esque quality, both in the chromaticism of the melody and the sense of bewitchment that appears in so many of Porter's love songs.

**MARGARET AND WILLIE:**

You've got a hold on me.  
You've got that magic hold on me.  
When I'm alone now, I wonder:  
What is this power I'm under?

You cast a spell on me  
That moment Heaven fell on me.  
You've got a hold on me.  
What can I do  
But always hold on to you?

## A Girl Is Like a Book

There is not much room in the schoolhouse where everyone has been quarantined, so all the men are stuck in one bedroom and all the women in the other. The airmen start discussing the women, and in the draft script, Captain Robert Lindsay warns the men to be sensitive toward the girls during their stay so that the men do not cause any more trouble than they already have. One of them, Anderson, says that the trouble with the other men is that they think all women are the same. Moroney responds by saying "Well, they are" and by singing "A Girl Is Like a Book"<sup>14</sup>; he is the troublemaker of the story in the draft script, and his misogynist attitude is reflected in the song's lyric. The tryout and Broadway Playbills all indicate that the number was sung on stage by Capt. Lindsay, which implies that the dialogue probably had to be amended to reflect this apparent change of attitude. Yet John Chapman's review of the show in the *New York Daily News* suggested that the number needed more work: he described it as "off-color" and said it "doesn't seem to fit the surroundings or the people."<sup>15</sup>

**CAPT. ROBERT LINDSAY:**

A girl is like a book  
That no one ever shares,

So should you care to read don't ask your  
friends for one of theirs.<sup>16</sup>  
Don't ever overlook,  
Cosmopolites agree

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13 The source for this lyric is the published sheet music. A manuscript in LC-FLC indicates that there was a verse, but only the music is indicated (the lyric is missing). It is almost certain, therefore, that there were further lyrics, especially considering the way the song was given a featured production number near the end of the show.

14 Sources: DS and LC-FLC.

15 John Chapman, "Jimmy Savo in a One-Man Dream Ballet the Best of 'What's Up,'" *New York Daily News*, November 12, 1943. Clipping in the George Balanchine dossier, New York Public Library.

16 DS contains hardly any punctuation, so most of the punctuation in this number is editorial.

You're better off in visiting a public library.  
Though often you may find a book so very new  
That you have to read it slow and cut a page or two,  
Don't forget before proceeding  
You may like the second reading,  
For remember, boys, a girl is like a book.

A girl is like a book  
By all let this be said:  
There's nothing cosier than curling up with one  
in bed.  
Be sure at your first look  
No judgement you pronounce;  
The binding is important but the content is  
what counts.  
Occasion'llly you find a book so good that when  
You have finished it you start to read it through  
again

And unconsciously<sup>17</sup> you dart  
Right back to your favorite part,  
For remember, boys, a girl is like a book.

A girl is like a book,  
And each one has his taste.  
The book must be atrocious that will ever go  
to waste.  
Beside a rippling brook,  
With leaves around you strewn,  
Is quite delightful for a literary afternoon.  
There are many types of books throughout the  
universe.  
In the Orient, for instance, they're read in reverse.  
And in Tennessee the style  
Is to read books juvenile.  
For remember, boys, a girl is like a book.

## Joshua

Meanwhile, in the other bedroom, the girls are wondering what the men are up to. They speculate as to whether they are asleep or whether they are thinking about them. Virginia says: "Walls are funny things. Here we are in the same house, practically in the same rooms, and yet this wall separates us." May replies: "I know the kid who could help us out!" This provides the cue in the draft script for the song "Joshua," which is about the biblical character of the same name, who brought the walls of Jericho tumbling down. In DS the number is performed by May, but in the playbills for both the tryouts and the Broadway run it is allocated to Margaret. The context of the number seems forced, but Lerner's concept for the lyric is humorous.

### MARGARET:

Joshua was a crafty one;  
Never thought a thing could not be done.  
When he saw the walls of Jericho,  
He said: "I'm afraid but they will have to go."  
  
He had the boys start in to blow  
Around the walls of Jericho.  
They circled the town

And on the seventh day 'round  
The walls came tumbling down.  
  
Joshua, I will say again,  
Gosh you are a man among all men.  
To your memory we will always bow.  
But I wonder Joshua where are you now?

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17 DS has "inconsciously."

## Three Girls in a Boat

The original materials for “Three Girls in a Boat” do not survive. However, in an oral history with *What’s Up* cast member Pat Marshall recorded in September 2002 for the Balanchine Dossier project,<sup>18</sup> Marshall sang a portion of this song, which had a vocal arrangement by Bobby Tucker. The number was performed by Susan, Jayne and Margaret, who are getting impatient about the lack of attention they have been receiving from the men.

**JAYNE, SUSAN AND MARGARET:**

Three girls in a boat,  
Three girls who’ve been smitten sadly,  
Three maidens afloat, trusting in fate.  
Three kids on a keel,  
Though we have been smitten sadly,  
We’re hoping that we-e-e  
Will catch us a date, before we run out of bait.  
We hope the gods will not be cross,  
We have never caught an albatross.

But we’re tired of being in the swim,  
And now we’d like to know just when our ship  
will come in.  
All anchors away.  
Don’t know where we are going.  
All we want to say,  
Someone will note  
The three girls in a boat.

## How Fly Times

“How Fly Times”<sup>19</sup> was one of the few numbers to remain in roughly the same place from the first draft of the script through to Broadway. By the end of Act 1, everyone is beginning to tire of the quarantine and wondering how they will cope with it. In the draft script, Miss Spinner (the headmistress) is worried that the girls are going to get “out of hand” before the fortnight is up, but Moroney reassures her that time flies. In the draft version, the song is allocated to Moroney, Harriet, Virginia, and the men, but for the stage incarnation it was given to Willie, Dick, and the men. The lyric certainly implies that the men are alone—the verse in particular seems inappropriate for Miss Spinner—so it seems likely that the scene was rewritten before or during rehearsal. As for Lerner’s lyric, its obvious feature is its comical series of inversions of popular idioms (“foxyer than a smart”, “the fly is timing”), presumably inspired by the fact that the men, like time, are always flying.

**BACCHUS:**

It’s midnight in Miss Langley’s  
And nothing ahead.

**MORONEY:**

I’ve got a funny feeling  
I should-a stood in bed.

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<sup>18</sup> Transcript in Box 26, the Popular Balanchine Dossiers, (S)\*MGZMD 146. Jerome Robbins Dance Division, The New York Public Library for the Performing Arts. Marshall also recalled the lines:

What a hopeless, helpless dream,  
Much in lovesick made me seem,  
And that lovely melody

. . . [line forgotten]  
What a silly dream, we’re all at sea

<sup>19</sup> Sources: LC-FLC (verse) and DS (refrain).

**DICK:**

The plans we formulated  
Are all on the fritz.<sup>20</sup>

**MORONEY:**

Instead of the fruits of life,  
We're getting the pits.

All this time we are losing  
We should be valu'bly using  
On something very amusing.  
Great Scott! It's confusing!

**MEN:**

How fly times!  
It just goes to show you

That high times can pass you right by.  
Believe you me, you'd better wake up  
And give your life a healthy shake-up.

Be gay,  
You'll find it won't throw you  
If you stay as kite as a high.  
You're sure to find it very pleasing  
To know the way the blow is breezing.  
Be like Richard with his lion-heart:  
Just play it safe—be foxer than a smart.

Tempus  
Is hurrying past us,  
Old tempus is fugiting fast.  
So if you've hills that still need climbing,  
Get going, son, the fly is timing.

## My Last Love

"My Last Love"<sup>21</sup> was originally a duet for Margaret and Willie in Act 1 and then reprised by Moroney late in Act 2. However, after the tryouts it was moved to the end of Act 1, replacing Virginia's solo "Just Then," and became an ensemble for Margaret, Willie, Moroney, Jayne, and Dick. The lyric is perhaps Lerner's finest moment in the show: there is a restrained poetry about the words that almost anticipates his best work of the 1950s.

**MARGARET, WILLIE, MORONEY, JAYNE AND DICK:**

My last love didn't touch my heart this way.  
My last love wasn't on my mind all day.  
I felt no yearning  
Deep inside me burning,  
But this time I'm learning  
What it is that love can do.

My last love never danced with me all night.  
My last love never held my hand so tight.  
But that's a past love,  
Very much out-classed love,  
And I hope my last love will be you.

## You Wash and I'll Dry

If at first glance *What's Up* seems short on showstoppers, "You Wash and I'll Dry"<sup>22</sup> more than makes up for it. Loewe's catchy music and Lerner's perky lyric make for a strong production number, and the song was

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20 In Loewe's manuscript for this song, he capitalizes this word (perhaps deliberately, since it was his nickname).

21 Source: published sheet music.

22 Sources: published sheet music (verse) and DS (refrain).

moved from the middle of Act 1 to the start of Act 2 to give it a more prominent position. It also changed from being a vocal duet for Susan and Bacchus in the draft script to being a full-blown ensemble piece for four characters and the dancers, and at the end of the scene it was reprised by Virginia. The context was probably changed when the song was shifted to Act 2, but in the draft script, Susan and Bacchus enter the room and Bacchus asks why nobody else is about. Susan explains to him that everyone else is still washing the dishes from breakfast because they don't have the same system that she and Bacchus have ("you wash and I'll dry").

**SUSAN, MARGARET, BACCHUS, WILLIE:**<sup>23</sup>

All that glitters isn't always gold,  
There's no guarantee romance will hold.  
Every infant knows it,  
Nevada clearly shows it,  
That heated love can easily grow cold.  
The failures say that cupid missed 'em,  
That isn't so, they simply had no system.

We'll ride on the beam,  
Make a good team,  
Now that we've decided,  
You wash and I'll dry.

We'll each own a share,  
Laughter and care  
Will be well divided,  
You wash and I'll dry.

There'll be no Reno  
If, baby, we know  
The way to do a good job  
On every problem.

So, sign on the line,  
Everything's fine,  
We're a cinch for heaven,  
You wash and I'll dry.<sup>24</sup>

## The Ill-Tempered Clavichord

"The Ill-Tempered Clavichord"<sup>25</sup> is a metaphor for the way in which Frederick Loewe approached his work. The song is in two parts: the first section is in the style of Johann Sebastian Bach, while the second is in a boogie-woogie style. This meeting of high and low forms of music is exactly what Loewe—and other composers like Bernstein and Weill—were doing in their Broadway scores in this period. They would create a popular melody but then use unusual harmonic moves or use other unexpected, sophisticated tools that wouldn't detract from the commercial potential of the music but were special to these kinds of composers. "The Ill-Tempered Clavichord" is a very broad pastiche of two styles, so there is nothing particularly distinctive about it, but this gross juxtaposition of high and low seems to evoke the mood of the genre at this time. Obviously, the title of the song refers to Bach's *Well-Tempered Clavier*, his revolutionary keyboard work. The song comes halfway through Act 2 of *What's Up*, when everyone is getting restless about having to stay indoors all day, so they

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23 Without question, the entire number would not have been sung in unison by all four characters; however, none of the surviving sources makes the division of lines clear. The Broadway Playbill also notes that the number was danced by Louise, Jimmy, and Pamela, with a dance duo performed by Robert and May.

24 Patricia Marshall recalled a few concluding lines that are not in the sheet music:

Wash, wash, wash.  
Gosh, gosh, gosh.  
All we do is wash and dry.

25 Source: LC-FLC.

decide to throw a party, which will require music. Pamela says “Do you suppose the radio would have some good dance music tonight?” Martha replies: “Someone could always play the old Clavichord.” Pamela counters with: “Oh, no, we want something hot! What can a Clavichord do?” And May responds: “A Clavichord can do plenty.” This is the cue for the song in the draft script. However, the latter indicates that the number was to be sung by May, whereas the Playbills for the Broadway run reveal that it was sung by Jayne and Susan.

**JAYNE AND SUSAN:**

In a museum there was once a celebrated  
clavichord,  
That legend has recorded  
Johann Bach rewarded  
By composing on it his Well-Tempered  
Clavichord.

It was the owners’ greatest prize,  
The cynosure of all the eyes,  
And every day there came  
A man to dust the frame  
Of the aged clavichord.

And this man, while he dusted always whistled  
a new rhythm,  
And the clavichord would listen  
To this funny whistlin’  
And it got to love the rhythm did the clavichord.

Now it’s an ill-tempered clavichord;  
With playing Beethoven it was bored.

It wouldn’t go for a minuet,  
And it had the gall  
To think that Bach was all wet.  
The barrel-house had become its meat.  
It memorized every boogie beat  
So that ever more  
It would never forget.

It gave the museum an awful shock  
To see the clavichord begin to rock.  
The owners didn’t know where they were at  
When they saw it become a hepcat.  
And then the ill-tempered clavichord  
Refused to listen when they implored;  
It burned the rug and it scorched the floor,  
Then tore off the lid  
With a hot solid four.

Now if you’re someone who likes a sniff  
Of alligating that is terrif’  
Let me tell you, man,  
You’re an also-ran  
Till you’ve jumped to the Ill-Tempered  
Clavichord.

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## Cut Songs

### Give Us Air

After the men have crash landed at the school, they go into the schoolhouse to telephone for help and the girls serve them tea. Toward the end of the scene, the girls offer them more tea and they respond with the number “Give Us Air,”<sup>26</sup> in which they say they need to leave and express their affinity with flying. The number was cut before the tryouts and seems never to have been performed in *What’s Up*. The music has not survived, yet the similarity of the lyric to “I Need Air” from *The Little Prince* (both songs are sung by airmen)

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26 Source: DS.

suggests the possibility that a number written for Lerner and Loewe's first full musical was heard for the first time in their final musical; at the very least, Lerner obviously recycled the idea.

**CAPTAIN:**

Thank you, we've had our fill.<sup>27</sup>  
Though it really has been a thrill,  
It's too much for us, this feminine fuss and frill.

And though we loved the tea  
And the elegant coterie,  
We would run amuck<sup>28</sup> in all of this luxury.

We should blow  
Because we know  
There's a place we ought to go.

**MEN:**

Give us air  
A slice of sky that we can share;  
A hunk of heaven way up there.  
Give us air.  
Over land or sea  
Or mountain, we  
Don't care.  
Anytime— anywhere,  
Give us air.

### Here's the Situation

This cut song<sup>29</sup> was intended as the opener to Act 2. It was replaced for the two tryouts by "Natural Life," but then the entire scene was cut. The intention for the number was to show first the men in their bedroom, then the girls in their bedroom, bored and sexually frustrated after practically two weeks of living under the same roof, unable to go anywhere. The implication is that each group of characters wishes the other would misbehave. There are some witty moments in the lyric that extend the "fishing" metaphor, but one can see why Lerner thought better of it.

**MORONEY, WAGNER, BACCHUS, ANDERSON**

**AND WILLIE:**

Here's the situation  
On the thirteenth day.  
  
The fishing here could be just fine  
If we could ever throw a line,  
But far as we're concerned the season's slack.  
We're not allowed to ever take  
A fish out of this precious lake,  
Although we want it just a while and then we'll  
throw it back.

We know the irritating cause,  
It's due to all the fishing laws.  
Our fishing skill we never demonstrate.  
We never even get a look,  
A nibble on our anxious hook,  
We're seven Izaak Waltons with a lot of  
wasted bait.  
  
All we ever get is "no"—for no good reason  
or rhyme.  
What a dirty shame—we could have had a  
whale of a time.

And that's the situation  
On the thirteenth day.

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27 The punctuation in this number is editorial.

28 This spelling from the DS.

29 Source: DS.

## Reprise: Act 2, Scene 2

PAMELA, MAY, ALICE, MARGARET,

JENNIFER, JAYNE:

Here's the situation  
On the thirteenth day.

We all are in this school of fish,  
We're fifteen fish with just one wish:  
To be hauled in in no uncertain term.  
But though the anglers cast an eye,  
They all have been as nice as pie;  
You'd think among the seven there would be at  
least one worm.

Each night we go to bed and dream  
We're salmon swimming up the stream,

When suddenly we find we're  
in a net.  
And then we dream that we are caught,  
And to the riverbank we're brought,  
And in a twinkling of an eye we're fileted en  
brochette.

Does it ever happen? No. For no good reason  
or rhyme.  
What a dirty shame—we could have had a  
whale of a time.

And that's the situation  
On the thirteenth day.

### Natural Life

After “Here’s the Situation” was cut (presumably during the rehearsals), Lerner and Loewe wrote a new number to replace it at the start of Act 2. Only part of the lyric for “Natural Life”<sup>30</sup> survives—Loewe’s autograph manuscript appears to contain all the music but not all the words—yet the message of the number is obviously similar to “Here’s the Situation.” Again, the men are in their bedroom, wishing that Miss Spinner (the headmistress) would allow them the freedom to explore the “natural life” with the girls to whom they are attracted. The song appears in the Playbills for the tryouts but both the number and the scene it appeared in were dropped in time for Broadway.

AIRMEN:

Into the closets you'll see her spy  
On every person she keeps an eye.  
Through the rumpus room she hunts.  
I swear she's seven places at once.

[no lyric survives for middle section]

So what can we all do?  
The natural life is taboo.  
No chit, no chatter, no this, no thatter.  
She says we'd shatter our alma mater,  
There's no duetting,  
Fraternal petting.  
No midnight touring,  
Toujours l'amouring.

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30 Source: LC-FLC.

## Just Then

“Just Then”<sup>31</sup> was performed in early previews by Virginia at the end of the first act and was later replaced by “My Last Love.” In this song, she recalls the first time she met Dick, the airman for whom she has been carrying a torch. Since “My Last Love” was sung as a quintet, perhaps Lerner and Loewe felt Gloria Warren wasn’t carrying the show sufficiently to merit a solo number at this spot (the lack of sources make this pure speculation, of course). The refrain is a beautiful waltz—one of Loewe’s finest moments in the score—and the music of the verse was reused as the introduction to the title song of *The Day Before Spring*. Even more intriguingly, Loewe reused the same piece of music in *My Fair Lady*: at the beginning of Act 2, when the curtain goes up and Higgins, Pickering, and Eliza are returning from the Embassy Ball, this music is played as underscore.

**VIRGINIA:**

You can dream out a dream with a sigh.  
You can live out a life with goodbye.  
I discovered it’s true in one momentous day,  
When I gave my love, I gave all my love away.

Just then, that first time I met you.  
I could hardly let you go from me.

Just then, all my thoughts were jumbled,  
At your touch stars tumbled.

But then, I knew what my fears were,  
You were gone and tears were in my eyes.  
And then, I knew what had happened,  
I had lost my heart just then.

## Take My Word

In “Take My Word”<sup>32</sup> (cut from the middle of Act 2) Virginia and Dick finally declare love for one another. At the beginning of the scene, it emerges that she has been borrowing dresses from May and wearing more make-up each day in order to engage Dick’s interest. She has been giving him geometry lessons to help him prepare for an exam, and in this scene the lesson is broken when he is overwhelmed with passion for her. Lerner’s stage directions read: “Virginia turns to Dick. Their faces are not far apart. It looks as if he is going to kiss her—instead, she kisses him. Dick embraces Virginia and the book falls to the floor.”

**DICK AND VIRGINIA:**

Take my word,  
One look and inside me something stirred.  
One smile and my heart was through,  
For then I knew  
That love had come with you.

So take my word,  
Believe it, I’ll never break my word.  
For I know I’ll always be  
Longing to see  
The day that you take me.

---

<sup>31</sup> Source: LC-FLC.

<sup>32</sup> Source: DS. The script has a blank space where the verse was intended to be added.

## You're Easy to Get Along With

This number does not appear in DS and no sources survive to describe who sang it or in which context it appeared. However, the melody survives in Loewe's manuscript in LC-FLC, complete with the lyric and with some chords written in; most of Loewe's lead sheets do not include harmonic details, so this is an unusual source.

You're easy to get along with.  
You're so warm to sit beside.  
You're easy to hum a song with.  
Your company can't be denied.

You're someone I ring the gong with.  
Why, you're my Vitamin B!  
You're easy to get along with  
And you belong to me.



FIGURE 3.1 Irene Manning (Katherine Townsend) in the opening scene of *The Day Before Spring*.  
(Credit: Photofest)

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# 3

## The Day Before Spring (1945)

**Composer:** Frederick Loewe.

**Tryouts:** Shubert Theatre, New Haven: October 25–27, 1945; Shubert Theatre, Boston: October 30–November 17, 1945.

**Broadway run:** National Theatre: November 22, 1945–April 13, 1946; 167 performances.

**Broadway production credits:** Book<sup>1</sup> and Lyrics by Alan Jay Lerner. Music and Vocal Arrangements by Frederick Loewe. Presented by John C. Wilson. Book Directed by Edward Padula. Ballets and Musical Ensembles by Antony Tudor. Production staged by Mr. Wilson. Orchestrations by Harold Byrns. Conducted by Maurice Abravanel. Settings by Robert H. Davison. Costumes by Miles White.

**Broadway cast:** Irene Manning (Katherine Townsend), Bill Johnson (Alex Maitland), John Archer (Peter Townsend), Patricia Marshall (Christopher Randolph), Tom Helmore (Gerald Barker), Hugh Laing (Alex in the book), Mary Ellen Moylan (Katherine in the book), and, in order of appearance: Bert Freed (Bill Tompkins), Lucille Benson (May Tompkins), Karol Loraine (Marie/Singer), Bette Anderson (Lucille/Singer), Lucille Floetman (Leonore/Singer), Estelle Loring (Marjorie/Singer), Arlouine Goodjohn (Susan/Singer), Betty Jean Smythe (Anne/Singer), Don Mayo (Joe McDonald), Robert Field (Harry Scott), Dwight Marfield (Eddie Warren), Paul Best (Voltaire), Ralph Glover (Plato), Hermann Leopoldi (Freud). Vocal Ensemble: Nina Dean, Shirley Dean, Lois Eastman Ernest Taylor, Jeffrey Warren, Alfred Sukey, Tommy Matthews, Robert Lussier, Paul Mario, Kenny McCord, Bernard Tunis. Dancers: Janice M. Cioffi, Mattlyn Gevurtz, Isabel Mirrow, June Morris, Eva Soltesz, Eleanor Treiber, Sonja Tyven, Bruce Cartwright, Ronny Chetwood, Erik Kristen, Jack Miller, Frank Westbrook, Richard Astor.

**Sources:** In this chapter, the main sources for the lyrics are the complete piano-conductor score (S1) and Lerner’s personal corrected copy of the libretto (L1), unless otherwise specified.

LC-FLC: Frederick Loewe Collection, Library of Congress.

LC-ALC: Alan Jay Lerner Collection, Library of Congress.

L1: Lerner’s personal copy of the libretto, annotated, New York Public Library.

L2: First draft script, deposited for copyright at the Library of Congress (1944).

L3: Early draft script, MGM collection, University of Southern California (c. summer 1945).

S1: Piano-conductor score (1945), University of California, Long Beach.

S2: Alternative version of piano-conductor score (1945), Act 1 only (LC-ALC).

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<sup>1</sup> Book based on an original idea by Lerner.

S3: Loewe's autograph manuscripts, LC-FLC.

S4: Published song sheets (Leo Feist, 1946).

For his second Broadway outing, Lerner first used one of his favorite theatrical devices: playing with the dimension of time. It would return again in the one-hundred-year time lapse in *Brigadoon*, Merlyn's "aging backwards" in *Camelot*, Sam and Susan's lack of aging in *Love Life*, and Melinda's reincarnation in *On a Clear Day* among others, but *The Day Before Spring* (which had an original story by Lerner) featured one of his most unusual concepts. The musical allows its central character, Katherine, the opportunity to relive a decision that she made ten years earlier and which has shaped her life ever since. This is also framed by a compact dramaturgy: the plot takes place over a twenty-four-hour period. It is set during the ten-year reunion of a group of college friends, including Katherine, her husband Peter, and her former lover Alex. Back in their days at Harrison University (a putative salute to Lerner's Harvard), Katherine and Alex were in the process of eloping together when their car broke down; they were rescued by Peter, who was driving by in his car, and Katherine ended up falling in love with him and marrying him instead. In the ten year interim, Alex has written a novel about his relationship with Katherine called *The Day Before Spring*, and as the curtain rises on Act 1 of the musical, Katherine is reading aloud from the book.

Over the course of the show, Katherine and Alex revisit their relationship and Katherine is tempted to leave Peter once her passion for Alex has been rekindled. At the end of the first act, she receives advice from Voltaire, Plato, and Freud, whose statues in the university come to life and offer her conflicting advice on what she should do (matching the function of Laurey's dream ballet in Rodgers and Hammerstein's *Oklahoma!* [1943]—the original production of which was still running—in which she similarly "makes up her mind"). In the second act Katherine chooses Alex, and in a clever piece of staging Lerner shows Peter reading aloud from Alex's novel about the previous attempted elopement at the front of the stage while Alex and Katherine's present-day actions (which are, of course, identical to what happened before) are enacted in the background. Peter goes in pursuit of the pair, but history repeats itself and the car breaks down before Katherine can get very far. She realizes that her passion for Alex is just a fantasy and that she is happier in her marriage with Peter than she would be with Alex, and as the curtain falls, she is reunited with her husband.

Work began on the musical in 1944, not long after the swift demise of *What's Up*,<sup>2</sup> and it is obvious that Lerner's theatrical instincts had considerably developed in a short space of time. The way Katherine's emotional world and psychology are portrayed is sophisticated and imaginative, and even though some aspects of the dramaturgy appear clunky in the context of a synopsis (e.g., the philosophers' scene), the book has a lightness of touch that indicates the charm of the greater Lerner and Loewe musicals that were to come. Lerner deposited an early draft of the script for copyright in October 1944, but it would be a year later before the final version would hit Broadway. Like the book, the score is much more distinctive than that for *What's Up*. As noted in the *What's Up* chapter, the music from the cut song "Just Then" was recycled for the introduction to the title song of *The Day Before Spring*, and it later resurfaced as the introduction to the opening scene of Act 2 of *My Fair Lady*. Even more surprisingly, musical fragments of the title song of *Gigi*, much of "The Contract" (from the stage version of *Gigi*), a section of "Almost Like Being in Love," part of "Follow Me" (*Camelot*), and a passage from "On the Street Where You Live" all had their origins in this work; perhaps this explains why the musical rarely resurfaced in Lerner and Loewe's lifetime.

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2 See McHugh, *Alan Jay Lerner*, 9–11, for a brief genesis of the show.

During the out-of-town tryouts, MGM bought the movie rights to the musical for a reported \$250,000, a large sum that highlights the impact of the material. But then the team made a fatal mistake: when the National Theatre unexpectedly became available, Lerner and Loewe canceled the three-week Philadelphia tryout and moved the show to Broadway earlier than planned, thus missing out on last-minute polishing. The result was that the New York reviews were mixed rather than glowing. For example, the *New York Times* considered the score to be “very pleasant” but thought the show overall was “austere rather than light.”<sup>3</sup> In the *World-Telegram*, it was described as “sweet and charming,” while the *Daily News* said the concept was “interesting” and the *Herald Tribune* felt the show was “slight.” There was no real consensus about the piece, but on the whole the critics deemed it to be enjoyable but unremarkable.

After just five months, the production closed; a run of just over 150 performances was hardly embarrassing, but neither was it impressive. A touring version was launched in Chicago, but this too tanked. In 1953 the musical was seen again in Florida in a production starring Cloris Leachman, but Lerner and Loewe seem to have made little effort to promote it in the post-*Brigadoon* days. Then in 1960, Arthur Freed—the producer of *Gigi*—revived the idea of making a movie version of the musical. Back in 1946, MGM had taken the property into preproduction, with the intention of throwing out most of the Lerner and Loewe score and replacing it with a new one by Frank Loesser and Johnny Green.<sup>4</sup> The 1960 version was to return to the Broadway score, and Joseph Stein drafted a screenplay (a copy lies in his papers at the Wisconsin Historical Society, Madison, Wisconsin). It was a clever move by Freed: MGM was winding up its activities in movie musicals, but the studio already owned *Day Before Spring*, which made the project less expensive.<sup>5</sup>

Yet this movie, too, had to be abandoned, and the score sank into obscurity. The main songs were recorded by Ben Bagley for an album called *Alan Jay Lerner Revisited*. Since then, there have been three small-scale revivals: one by The Bandwagon company in New York in 1990 (lacking several of the songs), another by the York Theatre in New York in 2007 (using many of Loewe’s manuscripts, which had by that point been bought by the Library of Congress), and a third by Lost Musicals in London in 2010 (mostly complete apart from the dance music). The complete score, with a reconstructed orchestration by Matthew Malone, was heard for the first time in decades at the University of Sheffield in May 2017. Nevertheless, it is a neglected work from the Lerner and Loewe catalogue that merits a complete professional revival and new evaluation.

## The Day Before Spring

The overture segues into the opening number of the musical without a break. Lerner presents the heroine Katherine reading aloud from the novel *The Day Before Spring*, which is the title of the first song of the show (see Figure 3.1). The whole of the lyric for the song is therefore a quotation from the novel, and is deliberately full of clichés: Alex has evidently written a potboiler, describing his affair with Katherine in gushingly romantic terms. There are two reprises of the song, one per act, both of which are duets for Alex and Katherine. The first takes place in the present, when the lovers are reunited after ten years; the second is another quotation from the book, when Peter reads it aloud.

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3 Lewis Nichols, “The Play,” *New York Times*, November 23, 1945, 27.

4 The lyrics are reproduced in Robert Kimball and Steve Nelson eds., *The Complete Lyrics of Frank Loesser* (New York: Knopf, 2003).

5 “Noted Team Do Musical,” *Montreal Gazette*, October 22, 1960, 8.

**KATHERINE:** [READING OVER UNDERScore,  
WITH PAUSES BETWEEN SENTENCES]

They walked towards the lodge. Yes, she  
thought, it was truly all he said it was. And this  
moment was truly all she had ever dreamed it  
would be. He took her hand in his, looked deep  
in her eyes and said:

[SINGING] Weary,  
My heart was weary,  
Alone and dreary  
The day before spring.

The winds of winter had kept me waiting,  
Alone and waiting,  
The day before spring.  
Then music burst from the heavens above,  
Angels began to sing.  
Spring came the day I found you,  
And I forgot the day before spring.

[READING] And together they walked slowly into  
the lodge.<sup>6</sup>

## Reprise

**ALEX:**<sup>7</sup>

Weary,  
My heart was weary,  
Alone and dreary  
The day before spring.

**KATHERINE:**

The winds of winter had kept me waiting,  
Alone and waiting  
The day before spring.

**KATHERINE:** [WITH ALEX]

Then music burst from the heavens above,  
Angels began to sing,  
The song I long'd to hear, for Ah!  
Ah!  
And I forgot the day before spring.

**ALEX:** [WITH KATHERINE]

Then music burst from the heavens above,  
Angels began to sing.  
Spring came the day I found you,  
And I forgot the day before spring.

## The Invitation

In the opening scene of the musical, we discover that Katherine plans to skip the ten-year reunion of her college class because she is afraid to encounter Alex again. Her husband Peter makes little attempt to persuade her to come, but their friend Bill is determined to change her mind; he does so in song. The number is youthful and contains some appealing rhymes, but Lerner and Loewe had not yet completely learned how to craft musical numbers that emerge meaningfully from the dramatic scenario.

**BILL:**

Come along and be a sport;  
Come and give us your support.

---

6 L2 has this spoken line instead: "And he reached up, took her in his arms, and kissed her."

7 There are two reprises of the song, one per act; both have the same lyric.

**PETER: [SPEAKING]**

It's useless.<sup>8</sup>

**BILL: [SINGING]**

Back in college you've in store  
Happy hours by the score.

**PETER: [SPEAKING]**

You're wasting our time!

**BILL: [SINGING]**

Don't you have the irresistible temptation  
To return to where you got your education?  
When the days of yearly celebration come nigh,  
Don't you want to wander back with the  
alumni?

**PETER: [SPEAKING]**

Don't yell at me. She's the one who's not  
coming.

**BILL: [SPEAKING]**

What do you say, Kath?  
[SINGING] Come away with us;  
Spend a day with us  
Back at Harrison U.  
Live the life that we knew;  
Come and be again  
Young and free again.

You belong with us;  
Come along with us;  
Ev'ryone'll be there where  
Skies are silver and blue;  
Friendship always is true;  
Come away with us back to Harrison U.

When the moon is burning bright,  
What's a more romantic sight  
Than a stadium at night?

**MAY: [SPEAKING]**

Dear, she doesn't care for stadiums.

**BILL: [SPEAKING]**

Aw, May!  
[SINGING] When the stars are in the sky,  
Picture you and Pete and I  
Drinking beer at Beta<sup>9</sup> Chi.

**MAY: [SPEAKING]**

And what'll I be doing? Running around the old  
gray buildings?

**BILL: [SINGING]**

When the graduates convene  
On the rolling college green  
I will have you meet the Dean.

**MAY: [SPEAKING]**

The Dean? Is he attractive?

**KATHERINE: [SPEAKING]**

Very — for 76.

**BILL: [SPEAKING]**

Please, Kath—

[SINGING] Come away with us;  
Spend a day with us  
Back at Harrison U.  
Live the life that we knew;  
Come and be again  
Young and free again.

You belong with us;  
Come along with us;  
Ev'ryone'll be there where  
Skies are silver and blue;  
Friendship always is true;  
Come away with us back to Harrison U.

---

8 L2 has "It's hopeless."

9 L2 has "Sigma Chi."

## God's Green World

The next scene shows Alex Maitland, the celebrated novelist, surrounded by female students at Harrison University. He is signing books and they ask him first about his literary tastes, then about the places he has visited. This turns into the musical number "God's Green World," in which he tells the girls to stop living a mundane existence and instead to go out and see the world. Again, this song adds little to the drama, but it does establish Alex's character as both a celebrity and a narcissist. By implication, he also emerges as someone who likes to abandon responsibility and indulge in pleasure; no wonder Katherine is afraid to go and spend time with him again.

**ALEX:**

I like Hardy, Huxley, Hilton, Hope and Harriet  
Beecher Stowe;  
I like Dickens, Dumas, Daudet, Doyle and Edgar  
Allan Poe;  
I like Barrie, Boyd and Craine;  
I like Tarkington and Twain.  
I like every man of letters you can see,  
And I hope they feel the same about me.

**SUSAN:**

What about the places you have been?

**MARJORIE:**

What about the countries you were in?

**SUSAN:**

Which was your garden of Eden?  
Was it Copenhagen, Brooklyn or Sweden?

**MARJORIE:**

Which is the true El Dorado?  
Is it Corsica or Denver, Colorado?

**ALEX:**

I like Kansas, Texas, Georgia and of course the  
Empire State;  
I like North Dakota, Oregon, in fact the  
forty-eight.  
I like France and Ecuador;  
Every island town and shore;  
I like every place that I may ever be,  
And I hope they feel the same about me.

**ANNE: [SPEAKING]**

Imagine liking every place!

**MARJORIE: [SPEAKING]**

I know I wouldn't.

**ALEX: [SPEAKING]**

How do you know?

[SINGING] You can never tell the pipe until you  
light it;

You can never tell the plum  
until you bite it;

You can never tell the wine until you taste it;

So you'll never know of life until  
you've faced it.

**GIRLS:**

We live a life that is plain humdrum.  
Where do the wine and the plum  
come from?

**ALEX: [SPEAKING]**

It's out there. Go find it.

**GIRLS: [SPEAKING]**

What?

**ALEX: [SINGING]**

If you want to go

Down to Mexico,

Go, my child.

If you want to fly down to Uruguay,

Fly, my child.

If you want to be  
Down in Tennessee,  
Take a flyer.  
You won't see the world  
Sitting home and curled  
By the fire.

Out in God's Green World you'll find  
All the joy your heart has designed.  
There's a ship waiting down at the shore;  
There's a highway not far from your door;  
And a world all around to explore—just  
    waiting!  
Under God's Blue Heaven above  
Lies the dream you dreamed ever of;  
There's a wonderful wish to be made;  
And a glorious song to be played;  
And it's all waiting yonder in  
God's Green World!

**GIRLS: [OVERLAPPING WITH ALEX]**

There's a world about  
We have never found out.

**ALEX:**

Out in God's Green World you'll find  
All the joy your heart has designed.

**ENSEMBLE:**

If you want to go  
Down to Mexico,

Go, he says.  
If you want to fly  
Down to Uruguay,  
Fly, he says.

**ALL:**

There's a ship waiting down  
    at the shore;  
There's a highway not far from your door;  
And a world all around to explore just  
Waiting . . .

**ENSEMBLE:**

. . . beyond on the far horizon.

**ALEX:**

Under God's Blue Heaven above.  
Lies the dream you dreamed ever of.

**ENSEMBLE:**

If you want to be  
Down in Tennessee,  
Go, he says!  
If you want to sail  
Down to Venezuel',  
Sail, he says.

**ALL:**

There's a wonderful wish to be made;  
And a glorious song to be played;  
And it's all waiting yonder in  
God's Green World.

## Continuation

**ALEX:**

Out in God's Green World you'll find  
All the joy your heart has in mind.  
There's a tang of a fresh autumn breeze;  
And the sighing of leaves on the trees;

All of nature is trying to please,  
So take it all in while you're young;  
Then out of God's deep night you'll hear  
Someone call your name very clear,

And as sure as the tang of the breeze;  
And as sure as the leaves on the trees;  
It is love coming for you from  
God's Green World.

Under God's Blue Heaven above  
Lies the dream you dreamed ever of;  
There's a wonderful wish to be made;  
And a glorious song to be played;  
And it's all waiting yonder in God's Green World.

## You Haven't Changed At All

Unquestionably the strongest number in the score, "You Haven't Changed At All" is an exquisite love duet for Alex and Katherine. The latter arrives at Harrison, sees Alex, and immediately the song begins; it emerges cleverly from the dramatic context. This connection is maintained through the song: for instance, Katherine says "hello," and Alex refers to this in the first refrain. The number also distills the entire drama into a single song: ten years on, Alex and Katherine feel the same connection they felt when they met. It is an overlooked Lerner and Loewe gem, but there may be a reason why they did not promote it more: Loewe later reused part of the music for the interlude section ("I stayed and watched with a sigh . . .") in the bridge of "On the Street Where You Live."

**KATHERINE: [SPEAKING]**

Hello!

**ALEX: [STARING SILENTLY]**

**KATHERINE: [SPEAKING]**

I said: Hello!

**ALEX: [NO ANSWER]**

**KATHERINE:**

What's the matter, Alex? Aren't you going to say anything?

**ALEX:**

Why —

[SINGING] You haven't changed at all;

Though it's been a while,

You're as I recall.

The thrill of how you spoke then

In the long ago,

I awoke then

When you said "hello."

You haven't lost your touch;

Haven't changed the smile

That I loved so much.

The seasons change and Maytime fades into  
the fall,

But you haven't changed at all.

[Dialogue.]

**ALEX:**

I thought you might have

lost your disposition

And look harassed by the

worries of your life.

I thought deep in your eyes there'd be suspicion;

Or in other words you'd turned into a wife.

**KATHERINE: [SPEAKING]**

Really now, Alex.

**ALEX: [SPEAKING]**

Can you blame me?

[SINGING] Who would ever dream

The remote extreme:

You'd be lovely as you were?

Not an optimist

Or idealist

Would have had that thought occur.

You're still as warm and fair;  
You still make me hear  
Bells ring in the air.  
The summer green will ever change in  
early fall,  
But you haven't changed at all.

[Dialogue.]

**KATHERINE:**

You haven't changed at all;  
Ev'ry word you say  
I can well recall.  
The funny way your eye looks  
When you hold my hand;  
All those sly looks I still understand.  
You haven't changed your line;  
You still have a way  
That I can't define.  
The world may change and kingdoms rise to  
pow'r and fall,  
But you haven't changed at all.

[Dialogue.]

**ALEX:**

My life somehow was not complete.  
The bitter always marred the sweet.  
  
I saw a woman vendor selling  
flow'rs galore;  
Their perfume held me on the square an hour  
or more;  
I stayed and watched with a sigh;  
But not one flow'r did I buy.

For flowers lack lustre with no one to buy  
them for.

**KATHERINE:**

But wasn't it a gay caprice?  
Like searching for the  
Jason fleece?

**ALEX:**

No!  
One evening in a café with the night  
my own,  
I drank the choicest wine that I had  
ever known  
But though the vintage was rare,  
I found the kick wasn't there  
For wine is but water whenever you  
drink alone.

**KATHERINE:**

If happiness is all in love  
Then why not simply fall in love?

[Dialogue.]

**ALEX:**

I haven't changed at all;  
I still feel the same,  
I'm still at your call.  
The years may pass and oceans keep us  
far apart,  
But I'll never change my heart.

## My Love Is a Married Man

It emerges that before Peter met and married Katherine, he was dating the Dean's elder daughter, Cynthia. The Dean's younger daughter, the curiously named Christopher, has heard about Peter all her life because the Dean felt he would have been a model son-in-law and is permanently angry with Cynthia for running off with a fish merchant. Christopher is determined to meet Peter and she flirts with him, but he walks off. In "My Love Is a Married Man," she rues her fate. The influence of Lerner's mentor Lorenz Hart on this lyric is

obvious from its musical comedy rhymes. The lyric is also of note for being perhaps the first appearance of a construction that Lerner would return to several times in his career: “Clean or maybe ‘un.’”

**CHRISTOPHER:**

My lonely bitter heart has needed him to make  
it sweeter;

He came, he saw, he conquered and then *sic*  
*transit* Peter.

And now I shouldn't cry,  
I should be brave instead;  
But bravery is cold in bed.

My love is a married man;  
I'm a marital also ran;  
Though I love him so,  
Does he love me? No!  
I'll never enter his life  
Because he's true to his wife.  
My love is a married man.  
How often I dream and plan  
That he'd climb on my caravan.  
I'm a childish dope;  
Will it happen? Nope!  
He's not that kind of a married man.

My dreams abundant  
Are redundant  
And they fall very short.  
The ship I hoped for,  
Sat and moped for,  
Docked in someone else's port.

He's gold I can never pan;  
He's the ember I'll never fan:  
And I know it well;  
But, oh, what the—  
Tell me what to do with a married man.<sup>10</sup>

The man I could love I found;  
But the man is by contract bound;  
He is six feet of  
Concentrated love;  
He knows how deeply I care,  
And he has manhood to spare,  
But he won't spread himself around.  
The man who controls my heart  
Has a conjugal counterpart.  
And her dinner meals  
Are enough he feels;  
He'll never have to go a la carte.  
I'd like a nest in  
Some clandestine  
Hideaway on a hill.  
Though passion sweep me,  
Heaven keep me,  
For I know he never will.  
Now I'm back where I began  
All alone on my own divan.  
And if I am chaste,  
It can all be traced  
Right to the love of a married man.

## Encore

My love has a loving bride.  
What he wants she can well provide.  
Though I missed my aim,

I am not to blame;  
For who could ever foresee  
That such a thing there could be

---

<sup>10</sup> L2 contains the following cut stanza here:

Love is a woe you warn yourself against  
And then ignore the warning:

Love is the joy I'll never, never know  
Of hating myself in the morning.

As a husband who's satisfied?  
My love has an easy way;  
He's amusing and wise and gay.  
We could have such fun:  
Clean or maybe "un".  
But he won't ever come out and play.  
His wife is lucky;  
But I'm plucky;  
For remorse I'll never beg.

I wish her health and  
Joy and wealth and  
Truly hope she breaks a leg.  
Some day I will wed some man;  
Settle down on the Morris Plan.  
But we'll have no heirs,  
For I'll sleep downstairs  
And all because of that married man.

## Alex Sings of the Book

Antony Tudor's two ballets were a major feature of the musical: the first told the story of Alex's book from Alex's romantic point of view, the second from his manservant Gerald's more rational point of view. "Alex Sings of the Book" is a vocal introduction to the first ballet, when he is trying to sweep Katherine off her feet and persuade her to leave Peter. He suggests they should re-enact their original romance and elope at exactly the same time and in the same way that they originally tried to. The lyric of Alex's song continues the sense of abandon that was established in "God's Green World." The ballet projects the dream that Alex wants Katherine to buy into. After the dancing is finished, the chorus is heard offstage singing a reprise of "You Haven't Changed At All," with new lyrics.

**ALEX:**<sup>11</sup>

We'll leave the teeming world behind,  
And reach out where the pleasures be.  
A brighter song of life we'll find;  
We'll be in love and ever free.  
Let others age and lose the spark;  
And leave their happy song unsung;  
Our life will be a joyous lark,  
We'll be in love and ever young.

[Dancing.]

**ENSEMBLE:**

Then music burst from the heavens above,  
Angels began to sing.  
Ah!

[Dancing.]

**WOMEN:**

You'll never change at all;  
When you love this way,  
You don't change at all.

---

11 Cut opening stanza from L1 for Alex:

The rocks may crumble and decay;  
It may be dark where stars are hung;

S1 includes the following alternative lyric here:

The burning sun may lose its flame.  
And winter's chill may take its place.  
But Katherine you will feel the same.  
For you'll be warm in his embrace.

The world for us will not be gray;  
We'll be in love and ever young.

The flying years will never harm  
The wondrous life you're dreaming of.  
So face the world without alarm  
For you'll be young if you're in love.

**MEN:**

The chains of time will never bind you,<sup>12</sup>  
For ev'ry day of life will find you  
Glowing and young!  
For you'll never change at all;  
Winter, spring and fall,

You won't change at all.

[Dancing.]

**ENSEMBLE:**

No!  
You'll never change at all.

## Katherine Receives Advice

Katherine is left with a difficult decision to make: does she choose safety and stay with her husband or choose excitement and run off with her former lover? Lerner provides the answer in the form of an extended musical scene in several interlocking sections. In a corridor of the University, statues of Plato, Voltaire, and Freud come to life and offer her conflicting advice as to how to solve her dilemma: Peter, Alex, or both? Katherine tells them her problem in a languid waltz section, then each philosopher has a mini song in which to lay out his point of view. Loewe allocates a different musical style to each—Voltaire's Offenbach-like galop is particularly evocative—then they have an argument, set as a musical *stretta* (a fast concluding section). Katherine's waltz theme returns to cap the number, as she confirms that she has decided to go with Alex. She goes to find May, and tells her she is leaving to explore "God's Green World," prompting a choral reprise of the latter song to close the first act. The complexity of this musical number was an important landmark for Lerner and Loewe: though its *finaletto* form looked back to the kinds of musical constructions found in operetta, it also showed they had the ability to handle a scene in which song rather than dialogue told the story.

**ENSEMBLE:**<sup>13</sup>

Katherine, Katherine, what are you going to do?  
Katherine, Katherine, what are you going to do?

Katherine, Katherine, what are you going to do?<sup>14</sup>  
Katherine, Katherine, what are you going to do?  
What are you gonna do?

12 L2 contains the following alternate lyric here:

The latest styles and fashions  
Soon evaporate;  
But your passion's always up to date.  
  
This truth will ever hold:

Hair may turn to gray,  
Hearts do not grow old.  
The day of love will never have an evenfall;  
And you'll never change at all.

13 Cut lines from the opening of the number:

**CHORUS:**

Katherine, Katherine, two lovers now have you;  
Katherine, Katherine, what are you going to do?

Katherine, Katherine, before the night is done.  
Katherine, Katherine, you must decide on one.

14 L2 offers the following alternate (original) lyric:

Katherine, Katherine, before the night is done,  
Katherine, Katherine, you must  
decide on one.

Alex, Alex, will you give him the gate?  
  
[The chorus approaches her accusingly.]

Peter, Peter, your husband dear and kind,  
Peter, Peter, will he be left behind?  
Alex, Alex, the other candidate,

Which is right and who'll be left?  
One of them you'll leave bereft.  
Which is love and which is right?  
Who'll be left alone tonight?

What are you gonna do? What are you gonna do?  
What are you gonna do? What are you gonna do?

[Dialogue.]

**PLATO:**

Woman, tell me of your plight;  
I'm sharper than an eagle.  
I will try to set you right;  
At least to keep you legal.

**VOLTAIRE:**

Madame, inform me why you're sad,  
So unstrung and panting.  
How I hope it's something bad,  
For sin is so enchanting.

**FREUD:**

Little lady, so mixed up,  
So perplexed and frightened,  
I will get your mind fixed up  
For I want you should be enlightened.

**THREE PHILOSOPHERS:**

So tell us what's on your mind,  
A solution we will find.

**KATHERINE:**

A love I loved a moon ago  
Has danced its way back in my heart  
And once again I feel it grow,  
And all my other loves depart.

This love I loved is near again;  
He's come to carry me away  
And now my problem's here again;  
To go or else to stay.

[Dialogue.]

**PLATO:**

Your passion often may conceal  
The fact your love is not ideal;

For perfect love is not cyclonic,  
It should be calm and just platonic.

For many years you've had a mate;  
Enjoyed a peaceful married state;  
The reason it has been harmonic;  
The passion's dead—it's now platonic.

Sex is what a horse feels for a mare,  
Or any other beast he can snare in his lair,  
In a mating of sobriety  
In civilized society,  
Sex should not be there.

This other man of whom you speak  
Appeals to you with his physique.  
And that's not pure,  
It's immature,  
It's not celestial,  
It's much too bestial;  
To keep your life forever symphonic,  
Go back to your husband and keep it platonic.

**KATHERINE:**

And that's what I should do?

**PLATO:**

That's my advice to you.

**VOLTAIRE: [SPEAKING]**

Ah! Bah! Stupide!

Platonic love's for a disciplinarian,  
An infant child or an octogenarian.  
To make love capriciously—to treat it as a feast  
Is all that distinguishes a man from a beast.  
So!

[SINGING]: Katherine,<sup>15</sup> don't act like a silly child of  
seventeen;  
Katherine, keep your lover, but be sure he's  
never seen.

---

15 Pronounced: *Kat-ay-reen*.

And whatever else you do,  
Hold on to your husband too.

Katherine, might as well have both of them  
while life is green;  
Katherine, take a lover while your appetite  
is keen.

Enjoy him till your love is cold;  
And then when it's no longer hot,  
It's good to know you've always got  
Your husband for companionship when you  
are old.  
Katherine!

**KATHERINE:**

And that's what I should do?

**VOLTAIRE:**

That's my advice to you!

**FREUD:**

Ach!  
The sages on my right,  
I've never heard them speak;  
But now that I have listened  
I assure you they're antique.  
When the mind is not at rest,  
When the mind is ill it wants  
Something wiser than the counsel  
Of a pair of dilettantes.

When a woman such as you has two choices she  
can make,  
She knows from the beginning just the course  
she wants to take.  
Yes, she knows exactly which, yet she's puzzled  
as a child;  
You see, she doesn't want advice, she wants her  
conscience reconciled.

So, Katinka, listen closely and rejoice!  
I know the way to straighten out the loves of  
girls and boys:

Run away, run away,  
Yes, fast as you can.  
Run away, run away,  
Yes, flee with your man.  
The cause of your depression  
Is a physical repression,  
Which is why you're distrait.  
Run away, run away,  
And have no regret.  
Run away, run away,  
It's healthier, yet  
The symptoms you exhibit  
Show emotions you inhibit,  
So I say run away.

**KATHERINE:**

And that's what I should do?

**FREUD:**

That's my advice to you.

[Dialogue.]

**KATHERINE:**

I don't know what to do.  
I'm deeper in the stew!

**PLATO:**

That Freud's Beelzebubby,<sup>16</sup>  
You must stay with your hubby.

**FREUD:**

This Plato is prosaic;  
How can he be so wrong?  
His mind is too archaic;  
He must be dead too long!

---

<sup>16</sup> Lerner would later use "Beelzebub" again in Mordred's reference to his "beelzebubble" in "The Seven Deadly Virtues."

**VOLTAIRE:**

Love both and you'll achieve  
The perfect savoir viv'!

**FREUD:**

Voltaire is smart, however,  
He treats you as a wench.  
Instead of being clever,  
He's merely being French.

[SPEAKING] No, go, dear lady, that's your desire,  
Go with your lover and make a fresh start!  
Go with the one who's set you afire,  
Go with the one who's deep in your heart!

**KATHERINE:** [SPEAKING]

You're right! I do see it now! I see it clearly.

[SINGING] I should choose the one of my desire,  
The one who's set me all afire,  
Run fast and make another start,  
With him, the one who's in my heart.

[Dialogue.]

**ENSEMBLE:**

Under God's Blue Heaven above

**KATHERINE:**

Lies the dream I dreamed ever of!

**ENSEMBLE:**

There's a wonderful wish to be made  
And a glorious song to be played,  
And it's all waiting yonder in God's  
Green World!

## Friends to the End

One of the running gags of the show is that Gerald pretends to be a graduate of Harrison while attending the reunion (he is in fact Alex's assistant, and has never been a student there). At various points, other characters pretend to remember him from their college days. At the opening of Act 2, he leads "Friends to the End," a drinking song of fraternity. The number helps to emphasize the compactness of time in the show: it's now the drunken early hours of the morning, but it is still less than twenty-four hours since everyone departed for the reunion in the first scene of Act 1.

**GERALD:** [SPEAKING]

Gentlemen! To Harrison!

**MEN:** [SPEAKING]

To Harrison!

[SINGING] Friends to the end:

We sons of Harrison;

Friends to the end;

Beyond comparison.

We will defend

Each other loyally and always be

Friends to the end, to the end.

**BILL:**

One evening a son of Harrison came home  
unexpectedly;

And there he found his wife and a man in a  
state of ecstasy.

But he didn't start a fight;

For with him it was all right.

'Twas another son of Harrison and they'd  
always sworn to be

**MEN:**

Friends to the end:

We sons of Harrison;

Friends to the end;