“I’d Rather Be Broke and Happy than Miserable and Rich”:
The Life and Music of Allan Holdsworth

by

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Note: I have titled my chapters, as well as my introduction and conclusion, after various Holdsworth tunes.
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“Prelude”: Opening Thoughts

When Allan Holdsworth plays the 2013 Crossroads Guitar Festival in New York’s Madison Square Garden, he will be an anomaly in the context of what is essentially a rock and blues festival. Non-musicians in the audience will probably not recognize his name, and of the many guitarists who will surely be present, a plurality may well be unfamiliar with his oeuvre. Familiar or not, all those who hear him play will surely be struck by his speed and technical proficiency, the unusual character of his lines, the rich and unique harmonies he weaves, and the distinctive tones with which he executes all of the above.

The music is complex, and it may not be to every taste, but some listeners, perhaps out of fascination or confusion, rather than because they feel an immediate visceral connection to the music, will dig deeper. Those who do, and who commit to serious and sustained engagement with his work, will be richly rewarded by an artist of considerable musical and emotional depth.

I know the path to appreciating Allan Holdsworth can be a long one because the first time I heard him play, I was spectacularly unprepared. I was fifteen and had been studying the guitar for three or four years, when my teacher arranged for Holdsworth to perform at his studio. I almost didn’t go (my tenth grade class was taking a trip to Hershey Park that weekend), but at the last minute I changed my mind, opting for music instead of the five-pound chocolate bars Hershey Park was rumored to peddle.
I’m not sure what I was expecting. At the time, I was mainly listening to rock music, especially the louder variety. While Holdsworth and his group didn’t exactly play quietly, and though there were certain elements of the music that could perhaps be traced to rock, it was clear that they were mainly coming from a different place. Holdsworth’s chords were unlike the simple root-fifth “power chords” that comprised much of rock rhythm guitar; rather, they were strange and angular (and they looked exceedingly difficult). That he played them finger-style was novel to me: I thought the only thing fingers were good for was holding a pick! And when it came time for him to solo (after the bass, which in itself was telling), he played with a tone that was, like that of many rock guitarists, overdriven, yet clear. And while he played extraordinarily fast at times (again, like many rock guitarists), it was entirely unlike the scale-running and repetitious patterns that characterize much of fast rock playing.

To be honest, I don’t recall whether I particularly enjoyed the music—although I do remember being too intimidated to practice that night. I purchased a CD afterwards (*The Sixteen Men of Tain*) and shook the man’s hand, but I can’t say that I listened to it much in the following weeks and months. The next year, I bought another album (*All Night Wrong*), which I listened to even less. I had started to make real progress with my guitar playing, but I was still mainly interested in rock music. And while my musical interests broadened somewhat over the years, it wasn’t until the summer of 2011, when sailing the infinite sea of musical offerings that is YouTube, I came across music from two Holdsworth albums (*Atavachron* and *Sand*) and felt a
real connection. I bought them and began listening daily. There was still much that I did not understand, but these albums were somewhat more accessible, and they let me get my foot in the door. By this point, I had had more exposure to jazz, especially the 60s work of artists like Joe Henderson, John Coltrane, Wayne Shorter, and McCoy Tyner, and I could hear similarities between their music and Holdsworth’s.

Several years later, when it came time to choose a thesis topic, I entertained various ideas before finally settling on an exploration of Allan Holdsworth’s work. I believe Holdsworth is an important figure, whose voice has been unfairly neglected in the reckoning of important electric guitarists. There are many who agree with me: John McLaughlin, Pat Metheny, John Scofield, and Kurt Rosenwinkel, among others (a more complete list of testimonials can be found in Appendix II). As I will argue over the course of this thesis, Holdsworth’s music deserves more serious study.

Part I of this project offers a brief history of the electric guitar, which is followed by a discussion of Holdsworth’s personal and professional history, from the 1970s to the present day. I will consider his thoughts and ideas about music—his musical philosophy, if you like. In addition, I will suggest some theories as to why he has not reached a larger audience beyond the insular community of guitarists.

After this, in Part II, I will shift gears to technical analysis. Here, I will carefully consider his musical style, covering the melodic, harmonic, and rhythmic aspects of his playing. In addition, I will examine his playing technique with respect to both his single-note style and his harmonic and
chordal playing. To this end, I have transcribed several examples of his work, which I believe are important; analysis of these works comprises a significant portion of this project. All the transcriptions are my own, unless otherwise noted. To the best of my knowledge, none of the works that I have transcribed have been published or otherwise made available to the general public. In other words, my work here represents original research into a largely unexplored field, one that I hope will be studied further by others in years to come. By discussing Holdsworth's life and music, and by analyzing his playing, my aim is to deepen our understanding of this important musician and stimulate others to continue to explore his creative output.

There is one final introductory point I wish to make, and it is a crucial one. The reasons that Holdsworth deserves study from a musicological perspective—namely, his awesome technical facility, unique harmonic awareness, distinctive rhythmic freedom, and idiosyncratic melodic voice—are not the reasons I listen to his music. Simply put, Holdsworth's best playing affects me deeply in a way that I do not believe I can quantify or analyze. And while I will spend the bulk of this project focusing on the musical and historical nuts and bolts that are essential for understanding Holdsworth's work, in the end, these are of secondary importance to the profound emotional content of his work. And that, of course, is how any artist ought to be measured.
Part I
Holdsworth’s Background
and
Musical Identity
Chapter One

“All Our Yesterdays”:
Brief Histories

A Brief History of the Electric Guitar

In the first years of the twentieth century, there existed two main styles of guitar, both acoustic: the flat-top, and the archtop [1]. With its characteristic round soundhole, the designation “flat-top” can refer both to nylon-strung instruments, used chiefly in European classical music, and steel-strung “folk” guitars [1]. The archtop (so named for the instrument’s convex front) was developed as a result of the practical need to increase the guitar’s volume, so that it might be audible in large ensembles, such as the early jazz groups of the day [1]. Though the instrument had no soundhole, it usually featured a pair of f-holes, similar to those found on a violin [1].

Its transformative successor, the electric guitar, had no one inventor; rather, it was developed as a result of “experiments and collaborations between musicians, makers, and engineers” to solve the practical problem of the guitar’s inherent volume limitations [1]. The first production electric guitars were based on the acoustic archtop guitar, but featured electronic pickups, which transmitted the instrument’s sound to an amplifier [1]. This instrument, now generally known as the electric-acoustic guitar, would go on to become associated with jazz, which was due in no small part to its use by bebop pioneer Charlie Christian, who did much to popularize its use [1].
Although electric-acoustic instruments were adopted by many guitarists, some were still driven to tinker with the instrument’s fundamental character; the result was a guitar with a solid body designed to accurately reproduce and sustain the sound of the strings [1]. Various early prototype instruments exist, but perhaps the most famous was Les Paul’s homemade guitar, affectionately known as “The Log” [1]. Paul showed the instrument to the Gibson company in 1941, but was laughed out of the office [1]. However, when Leo Fender began mass producing his own brand of solid-body electric guitars (the Telecaster in 1951, and the Stratocaster in 1954), Gibson scrambled to find “the guy with the broomstick with the pickups on it” [1]. Upon doing so, they began producing their own solid-body guitars, which they named for the original inventor of “The Log,” Les Paul himself [1]. These early electric guitars—Fender’s Telecaster and Stratocaster, and Gibson’s Les Paul—set the template for most every electric guitar to follow. Indeed, to this day, an instrument might be described as “Fender-style” or “Gibson-style,” and though over the years there have been hardware upgrades and minor cosmetic changes, most guitars today are modeled on these archetypes from the 1950s. In fact, efforts by manufacturers to introduce alternate instrument styles, changing the body shape and the like, have more often than not proven unsuccessful. Moreover, the solid-body electric guitar is a qualitatively different instrument from the electric-acoustic guitar; the tones produced by the former cannot be replicated by the latter, and vice-versa. Any two solid-body electric guitars, no matter how dissimilar their tone and style (and there
is a great deal of variance), will always have more in common with one another than with an electric-acoustic instrument.

While a full discussion of the electric guitar as a cultural object, what anthropologists might refer to as a “key symbol” [2], is an altogether fascinating topic, it is beyond the scope of this paper. It should be pointed out, though, that the subject has attracted the attention of numerous writers [3]. What can be said is that the electric guitar does possess a certain populist character, which has led the great jazz guitarist Barney Kessel to describe the instrument as “the piano of the poor” [4]. Kessel recalls his boyhood years in the American Southwest, where the guitar was known as a “starvation box” and was a choice companion of “tramps, hobo, and wanderers” [4]. For generations, then, the instrument has been used to provide simple accompaniment to vocal music; at the same time, it can be a featured soloist at Carnegie Hall [4]. In between these extremes of humble and high culture, the guitar has been played in all manner of rock, pop, jazz, blues, funk, country, and avant-garde classical settings, and has contributed to a near-infinite variety of ethnic and traditional folk musics from around the globe.

What bears emphasis is the fact that the guitar—and the electric guitar, in particular—is unique in that it plays an essential part in so many musical idioms. Consequently, the guitarist can draw on myriad traditions and disparate stylistic lineages in forging a musical identity. It is from this fertile history of melding, combining, or, dare I say, fusing different styles, that Allan Holdsworth emerged.
A Brief History of Holdsworth

Allan Holdsworth was born August 6, 1948, in Yorkshire, England and grew up in the town of Bradford. At one time, Bradford was a successful textile production center, but it subsequently fell on hard times [6]. Holdsworth never knew his biological father, and his mother remarried, leaving him to be raised by his grandparents, who Holdsworth refers to as his parents (as will this thesis) [7]. Holdsworth’s father (his biological grandfather) Sam Holdsworth was a jazz pianist who at one point had attempted to make a career as a musician in London [5]. However, the unforgiving nature of the music business, combined with the stresses of living in an unfamiliar city that was almost 200 miles from family and friends, proved too much, and he returned home, where he took a factory job while continuing as a serious amateur musician [5].

Although Holdsworth’s parents noted his interest in music from an early age, the young Allan showed little desire to learn an instrument, preferring instead to pursue other interests, such as cycling [5]. After leaving school at 15, Holdsworth worked in the wool mills, as a basket weaver, and also as a bicycle repairman. At this time, he began going to hear local musical groups [5], and fondly recalls his father sneaking him into pubs, where he experienced the excitement of “sitting next to the stage and seeing all those little red lights glowing on the amps while we waited for the guys to come out and give us a real pasting” [5].
Soon, Holdsworth began to show an interest in playing an instrument, and at the relatively late age of seventeen, he began to study the guitar. However, the instrument was hardly his first choice. “I never really wanted to play the guitar,” he states. “If I’d have been given a saxophone earlier, for example, I would have much preferred that. But my dad bought me a guitar...saxophones were pretty expensive at the time so I ended up noodling on the guitar” [8]. It was not love at first sight, as Holdsworth explains:

I started out literally just noodling because I had no interest in the instrument and it just developed over a period of time. So then I started to think, ‘Well, you know an instrument, by nature of its name just means it’s a tool like a spanner or a wrench or a screwdriver, it’s something that you can use to get a job done,’ so because I love music I ended up trying to do it with [the guitar]...So I suppose I spent the rest of my life...trying to make the guitar sound like it’s not a guitar [8].

This quest would prove to be a lifelong one, which would deeply inform Holdsworth’s musical identity.

The all-important first guitar was an old acoustic purchased from Holdsworth’s uncle, and as his interest grew, he worked hard to improve his playing [5]. He upgraded to an acoustic archtop, to which he added a pickup [9]. His interest in and devotion to the instrument grew when he switched to the electric guitar, his instrument of choice being a Fender Stratocaster [9]. Around this time, Holdsworth, who had clearly achieved some proficiency on the guitar, began sitting in with musicians and working with local pop and rock bands in the Yorkshire area [5]. Claiming that he never set out to become a musician, Holdsworth recalled:

I never had any plans to make a career out of guitar playing at all. I was working in this wool factory and got a chance to work a
regular gig...a top-40 band, but they used to play all different kinds of dance music—waltzes, foxtrots, etc. It was an opportunity for me to stop working in the factory, and if I made enough to get by on by working nights, then I had the time to practice during the day.

Opportunity came knocking in the form of an encounter with British alto sax player Ray Warleigh. He invited Holdsworth to sit in at a jam session, and, suitably impressed with his guitar playing, inquired whether Holdsworth had ever considered moving to London. Holdsworth demurred, saying he had no money, but Warleigh offered to put Holdsworth up at his place. Although flattered, and perhaps even a little intimidated by the offer, Holdsworth declined. After another six months of local gigs, Holdsworth called Warleigh and asked if the offer still stood. It did, and notwithstanding the cliché of the young musician who heads to the big city with a suitcase in one hand and his horn in the other, Holdsworth set off for London with nothing more than a guitar and, indeed, one suitcase. “It was incredible,” he recalls of Warleigh’s generosity. “He kind of fed me and gave me money and just generally looked after me. He took me around to a lot of the gigs and tried to get me to sit in.”

In looking back at his development, Holdsworth credits his father as his earliest and most significant musical influence, which is perhaps unsurprising. In addition to providing a musical environment, Sam Holdsworth also coached his son, giving him musical tips and pointers. The younger Holdsworth hypothesizes that it is due to his father’s influence that he is musically “different.” Sam Holdsworth “knew where everything was on the guitar,” Holdsworth recalls, but
he had no idea what was normal standard practice for guitar. So I
never learned any of the normal things...I started straight away
with different kinds of voicings of chords. He used to write things
out for me to play, show me how to do certain things, scales and
chords and stuff, like the way he would have done them on the
piano [7].

Sam Holdsworth also dismissed the open position—the usual starting point
for most beginning guitarists, saying there was “no point” [7]. “I never learnt a
single scale using any open string,” Holdsworth notes. “I started out straight
away playing all the scales using only the fingers. Immediately then I could
play scales all over the neck” [7]. This skill would ultimately serve him well, as
many guitarists who start with the open position go on to suffer from what I
like to call acrophobia—fear of the higher frets. The elder Holdsworth
attempted to teach his son how to read music, with mixed results. “I just used
to remember the exercises,” laments Holdsworth. “He’d put something new in
front of me and I’d be absolutely useless. The only thing I could ever read was
that *Thesaurus of Scales and Melodic Patterns*, because it’s written
enharmonically...it’s absolutely pathetic. I would learn if I was starting over”
[7].

In addition to hearing his father play, young Allan also imbibed his
record collection, which included the music of legends such as clarinetists
Benny Goodman and Artie Shaw, cornetist Bix Beiderbecke, and altoist
Charlie Parker [5]. Playing alongside Benny Goodman, Holdsworth would
have heard the legendary Charlie Christian, whom he also cites as an
important influence [5]. Holdsworth spent time learning Christian’s solos off
of records, an experience he describes as “marvelous,” although he ultimately
questions whether it did him any good, beyond “the fact that I became good at trying to play like Charlie Christian” [5].

When he was older, Holdsworth began to purchase records on his own. Oliver Nelson was a favorite, and Holdsworth was intrigued by his arrangements, as well as his recordings with Hammond organ legend Jimmy Smith [5]. Of course, Holdsworth was also aware of the other great guitarists, citing a particular fondness for the sound of Jimmy Raney, as well as masters like Django Reinhardt, Joe Pass, Tal Farlow, Barney Kessel, Jim Hall, and Wes Montgomery [9].

However, Holdsworth’s greatest influence other than his father was not a guitar player. Instead, the music of tenor sax player John Coltrane would serve as inspiration for Holdsworth’s sound and musical direction. Coltrane, it seemed, “was spiritually connected to some pipeline where he could bypass all the stuff you had to go thru a thousand times to get to what you really wanted to say” [10]. He was “actually improvising and playing over the same material but in a very different way” [11]. Hearing Coltrane prompted in Holdsworth the realization that he “needed...to try and find a way to improvise over chord sequences without playing any bebop or with having it sound like it came from somewhere else” [11]. Some of Holdsworth’s “note-ier” moments bare more than a passing resemblance to Coltrane’s “sheets of sound,” but the content of these passages is quite different. Rather than taking Coltrane’s licks and patterns and playing them on the guitar, Holdsworth took the opposite approach—to try and sound like nobody else, to construct a unique musical identity. As mentioned before, Holdsworth has spoken about practicing from
Nicolas Slonimsky’s infamous *Thesaurus of Scales and Melodic Patterns*. Perhaps it is a coincidence, but Coltrane was also known to have utilized this source in his practicing.

Jazz was not the only music that Holdsworth absorbed in these years. In the 1960s, England was home to a burgeoning rock music scene, and this style made an impression on Holdsworth as a young man. Rock music was “the only thing I could play,” he recalls. He has cited the music of Eric Clapton [5] and Hank Marvin [9] as influential. Holdsworth also notes that he realized that British rockers like Clapton had, in turn, been influenced by American musicians like B.B. King [5]. Moreover, the sound of the overdriven electric guitar that characterized Clapton’s playing in that period appealed to Holdsworth, as it was reminiscent of the saxophone [5]. Holdsworth has also credited his fellow guitarist in the rock group Tempest, Peter “Ollie” Halsall, with spurring his interest in the possibilities of the vibrato bar [12].

In terms of compositional influences, Holdsworth mainly cites European classical composers, especially the works of Bartok, including the String Quartets, the “Concerto for Orchestra,” and “The Miraculous Mandarin.” Other composers he regularly mentions are Debussy (Holdsworth claims he still tears up whenever he hears “Clair de Lune”), Ravel, Stravinsky, and Copland [13]. While he says that he has never analyzed their music per se, he notes that he was touched by the emotional impact of their music, which proved inspiring—something he aimed to capture in his own work [13]. “The thing that always moved me most,” explains Holdsworth, “was hearing a
really great chord, or just the way it was voiced. That’s what I live for, that chord” [7].

**A Brief History of Holdsworth’s Professional Career**

Holdsworth has had a rich and varied history in the recording studio, turning out everything from rock and roll to free improvisation. His first recorded appearance was with a short-lived group, curiously titled ‘Igginbottom [sic]. Their 1969 album, ‘Igginbottom’s Wrench was, in the words of Guitar Player’s Barry Cleveland, “a mildly psychedelic jazzy-pop outing on which [Holdsworth’s] tones owe more to Joe Pass than Jimi Hendrix” [12]. In addition to documenting Holdsworth’s early playing, the album also features Holdsworth singing (surprisingly well) on several numbers, reminding one, at times, of an English Chet Baker.

As Holdsworth’s reputation grew, he received offers to join various groups. One of these was from John Hiseman (formerly of John Mayall and the Bluesbreakers), who tapped Holdsworth as the guitarist for his band, Tempest [5]. This group was heavily influenced by blues-rock groups like Cream, and Holdsworth’s playing in this period melds blues-rock phrasing and the long legato lines that would come to characterize his later work [12]. Although he hardly became famous overnight, Holdsworth recorded an album with the group in 1973, and participated in tours of Britain and America [5]. Despite the greater visibility afforded him through membership in a rock band, Holdsworth became dissatisfied with the musical direction and decided to leave the group [5].
On his own again, Holdsworth returned to London, where he began working with pianist Pat Smythe (a longtime collaborator with the underappreciated free jazz pioneer, altoist Joe Harriott), which gave Holdsworth a more satisfying musical outlet, not to mention some much-needed income [5]. Through his association with Smythe, Holdsworth was introduced to drummer John Marshall, a member of the innovative jazz-rock group Soft Machine [5]. Marshall eventually asked Holdsworth to join Soft Machine, which he did, playing on the group’s 1975 recording Bundles [5].

A call from drum legend Tony Williams, which proved to be an important turning point, caused Holdsworth to leave Soft Machine for what would become The New Tony Williams Lifetime [5], where he replaced another celebrated English guitarist, John McLaughlin [14]. With Williams, Holdsworth recorded 1975’s Believe It, on which, in addition to playing guitar, he contributed several tunes [5]. Holdsworth speaks effusively about his time with Williams, citing the drummer’s great influence on his own later work [5]. Unfortunately, the 1976 follow-up album, Million Dollar Legs, was a critical disaster. Allmusic.com gives it a rare one star review, declaring, “The follow-up to Believe It should have been titled ‘I Can’t Believe It’” [15]. This, combined with management problems, led to the dissolution of Lifetime.

That same year, after hearing Holdsworth perform in New York, renowned guitarist George Benson and multi-reedist Joe Farrell managed to secure Holdsworth a deal with CTI records [16]. This led to Holdsworth’s debut album as a leader, Velvet Darkness, an effort Holdsworth himself
loathes, calling the album “a complete disaster...never fit to be released” [17].

As he recalls:

We were actually rehearsing in the studio and they were rolling the tape...on the premise that we’d be able to keep recording and also check things out, but that never happened. At the end of that day, the guy said ‘Thanks, see ya!’ That’s why a lot of those tunes don’t have any endings—they were rehearsals! [17].

Holdsworth never received any royalties from the record company and has, over the years, taken legal action to block its distribution [17].

After this series of disappointing setbacks, Holdsworth joined the French jazz-rock group Gong, with whom he recorded several albums [5]. “They were always arguing in French, so I never knew what the hell they were arguing about!” he chuckles [17]. Holdsworth would also record with another Frenchman, the celebrated violinist Jean-Luc Ponty. The ensuing 1977 album, *Enigmatic Ocean*, would prove to be one of Ponty’s most acclaimed recordings [5]. That same year, former Yes and King Crimson drummer Bill Bruford enlisted Holdsworth to record the guitars on Bruford’s *Feels Good To Me*, alongside other noteworthy figures such as Kenny Wheeler on flugelhorn, Annette Peacock on vocals, and Jeff Berlin on bass [5]. When Bruford joined the progressive rock group UK in 1977, he recommended Holdsworth for the guitar chair [5]. Their eponymous album was released in 1978, but mounting tensions within the group led to Holdsworth’s and Bruford’s departure[5]. “UK was a pain,” recalls Holdsworth. “All I ever had to do was just solo, just waffle really, and it was a nightmare. I was just bored. I had no contribution. It was like playing with a tape; there was no spontaneity, no one would hear anything” [16]. Bruford and Holdsworth would collaborate on several more
occasions, but by this point, Holdsworth was yearning to play a different kind of music. As Holdsworth puts it, “Bill’s music was so close to UK in essence. I called it ‘jigsaw’ music. As much as I loved working on his albums, it just didn’t work for me live. I wanted to get back to the type of feeling that was happening when I was working with Tony Williams” [5].

With that thought in mind, Holdsworth left Bruford to strike out on his own. He toured intermittently as a member of pianist Gordon Beck’s quartet [5] and appeared on several of Beck’s recordings (1979’s *Sunbird* and 1980’s *The Things You See*, a duo album). In addition, he formed his own group, the lineup of which would eventually stabilize with Holdsworth, Paul Carmichael on bass, and Gary Husband on drums. It was with these personnel, as well as vocalist Paul Williams on a few tunes, that Holdsworth would record his first “official” album as a leader, 1982’s *IOU*. “We tried for over a year to get somebody to release it,” remembers Holdsworth. “We even went as far as to offer it to record companies for free...” [5]. The music was recorded during a difficult period for Holdsworth, during which he “did nothing for two years...I was repairing bad amplifiers and fixing guitars—and selling guitars and equipment to pay the bills” [5]. It was a trying time for the guitarist, but it convinced him to pursue opportunities in a new setting.

After struggling for so long to gain an audience in Britain, Holdsworth, with the support of a New Yorker named Sharon Sudall, was able to play some gigs in California [5]. The response from this new American audience was overwhelmingly positive, leading Holdsworth to move to the West Coast, where he would remain [5]. After a series of successful East and West Coast
tours, as well as a few lineup adjustments (Chad Wackerman replaced Husband on drums and Jeff Berlin replaced Carmichael on bass), Holdsworth began attracting major label interest[5]. He went on to sign a contract with Warner Brothers, which rock guitarist and fan Eddie Van Halen helped him to secure[5]. But stardom was not in the cards for Holdsworth. As vocalist Paul Williams reported:

> [the record company] wanted to put all stars on it, change the music completely, do a guest artist trip. It was like an arm-twisting situation, as far as I could see. Eddie really admired Allan, had gotten him on the label, and said ‘I want to play with Allan!’ And Allan said, ‘Well, no, not on this record, because I’ll just be selling Eddie Van Halen and I want to do my own thing’...and that’s when it started falling apart, immediately after that...[Allan] doesn’t like to be told which way to do it, and I think [the record company] would’ve torn the whole concept to pieces [16].

Holdsworth would go on to butt heads with producer Ted Templeman. Delays marred the recording sessions, followed by a series of events that led the group to rerecord tracks, and to change vocalists, drum sounds, and recording studios, which caused costs to soar[5]. The ensuing mini-album (as it was called) *Road Games*, was finally released in 1983, to mixed reviews. *Downbeat* awarded it a respectable three stars, but suggested that listeners ought to track down *I.O.U.* or *Velvet Darkness* instead [18]. Nonetheless, it was nominated for a Grammy Award in 1984 in the category of Best Rock Instrumental [19], although it lost out to Sting’s “Brimstone and Treacle” soundtrack [20]. In 1995, one tune from the album (“Tokyo Dream”) was included in *The New Real Book, Vol. 3* [21].
Despite this success, the difficulties surrounding the recording sessions had left a bad taste in the mouths of Warner Brothers executives. Although Holdsworth had originally been offered a two-album deal, management dragged its feet with financing Road Games’ successor [22]. Eventually, the company underwrote demos for the next album, but were not pleased with the results, and Holdsworth was dropped from the label [22]. But those rejected demo tracks would evolve into Holdsworth’s next album in 1985: Metal Fatigue. Downbeat awarded the album four of a possible five stars, while raising what would become an intriguing—and, indeed, a recurring question: the difficulty inherent in classifying Holdsworth’s music [23]:

Is he jazz? Is he rock? Is he a remnant from fusion days...There are more chord changes, substitutions, tempo changes, shifts in dynamics, and honest-to-goodness improvising on [two tunes] than on the complete output of Bob James, George Duke, and Wilton Felder over the past few years. Yet, they chart in jazz polls and Holdsworth is left in limbo—neither here nor there [23].

In some ways, Metal Fatigue represented both the end of an era for Holdsworth and the beginning of a new one. Up to this point, Holdsworth’s records generally contained an even mixture of vocal and instrumental tracks: three of six tracks on Metal Fatigue and Road Games feature vocals, as do four of eight tracks on IOU. But after this, vocal work would become less common in Holdsworth’s work. Moreover, the next album, 1986’s Atavachron, contains the first recorded examples of Holdsworth’s playing a new instrument—the SynthAxe.

The SynthAxe, which I will discuss in more detail later, is a MIDI controller that is physically laid out like a guitar. It allows a guitarist to trigger
digitally synthesized sounds in a manner analogous to the way a pianist would utilize a keyboard synthesizer [24]. This opened a whole new world of sonic and textural possibilities for Holdsworth, who had never been a great fan of the guitar in the first place. *Atavachron* received a moderately positive review in *Downbeat*, which lauded the playing, but questioned the music’s accessibility [25]. Elsewhere, Holdsworth commented on his reasoning for using vocals in the first place:

> The original vocal concept stemmed from the trio concept; I wanted to be able to play things as a trio with a melody and chords, set up in a situation where I could perform them with just a guitar. So I used the voice like an instrument...when I got the SynthAxe, a whole other thing suddenly opened up to me...[26].

Clearly, Holdsworth was determined to break new ground; whether it would lead to a heightened musical profile would remain to be seen.

Holdsworth’s follow-up record, 1987’s *Sand*, made even heavier use of the SynthAxe. In fact, Holdsworth used it to record the entire album, save for two solos. While throughout his career Holdsworth has claimed to be unhappy with much of his playing, he stated in 1989 that his solo on the *Sand* track “Distance Versus Desire” was (at the time) “the closest that I ever got to attaining the kind of sound I hear” [26]. The heavy emphasis on SynthAxe was not universally praised; indeed, the public response was “troubled” [26]. Regardless of fan reception, Holdsworth utilized the SynthAxe almost exclusively on his next record, another duo album with Gordon Beck entitled *With a Heart in My Song*. Released in 1988, the album features the myriad electronics and synthesizers that would alienate certain listeners, although it was critically well-received (at least in its 1997 reissue format) [27]. However,
a planned European tour to promote the record was cancelled at the last minute. Recalls Holdsworth,

The guy from the record company called and told us that when they learned of my involvement, everybody over there said ‘Oh, no, that guy’s a rock player.’ It just put them off. I feel really frustrated by that, because I don’t really see the music I play as rock at all. I mean, I can see its roots, but I think they must just hear the tone, a somewhat distorted guitar sound, and automatically the music goes right by; all they can think is, ‘Oh, this is rock.’ [28]

Holdsworth’s next solo effort, Secrets, was released in 1989. A somewhat darker affair than the very bright-sounding Sand, Secrets features more music performed on guitar, and a corresponding decrease in SynthAxe, which pleased some fans. The album as a whole has a subdued air about it, which presaged the turn Holdsworth’s music would take in the 1990s. In that sense, Secrets marks another transitional point in Holdsworth’s career, representing what I think of as the beginning of his “mature” period, wherein he scaled new artistic heights.

In 1992, Holdsworth released Wardencliff Tower, which continued to explore the darker and more introspective direction taken on Secrets. The darker character is partially due to the fact that Holdsworth featured baritone guitars—specially-built instruments tuned anywhere from a major third to a tritone lower than standard guitar tuning—on several songs, the first time he did so on record. Critical reception was mixed: Allmusic.com afforded the album a mere one-and-one-half stars [29], while Jazziz included it on their list of “Critics’ Picks of the Decade” [30].
Hard Hat Area, Holdsworth’s 1994 follow-up album is an obvious outgrowth of its predecessor. The two albums are cut from the same cloth, save for a few minor differences (there are no baritone guitars on Hard Hat Area). The 2012 reissue of Hard Hat Area was well-received, John Kelman calling it “well worth revisiting...one of Holdsworth’s better solo recordings” in All About Jazz [31], while Glenn Astarita hailed it as “one of the guitarist’s premier solo outings...a minor classic” [32].

An important milestone was reached around this time, as Musician magazine featured Holdsworth in its 1993 article, “The 100 Greatest Guitarists of the 20th Century” [33]. Although the list was not numbered, most of the featured players were grouped in categories (“Blues,” “Acoustic,” “Jazz,” and so on). But interestingly enough, Holdsworth was featured in a category with no title at all, alongside such players as Jimi Hendrix, Jeff Beck, and John McLaughlin—distinguished company indeed [33]. This was not the only accolade Holdsworth received in this period. In 1992, after winning the Guitar Player Readers Poll award for Best Guitar Synth for the fifth consecutive year, he was inducted into the “Gallery of Greats.” [34].

Holdsworth’s next album was 1996’s None Too Soon, and it is noteworthy for its selection of material. In a move sure to anger traditionalists, None Too Soon consisted mostly of pieces drawn from the jazz repertoire, including music by John Coltrane, Django Reinhardt, Bill Evans, Joe Henderson, and Irving Berlin. Holdsworth remarked that he had chosen the material “so people can hear what I sound like over these tunes. It's easier to hear in standards because the harmonic structure is easier to understand
for people who have listened and played this kind of music before” [35]. He ruefully noted that his record company had decided to release the album only in Japan. “It's Murphy's Law: Now I'm finally playing something a bigger audience could understand and appreciate and now they don't get to hear it” [35]. At first, None Too Soon met with “critical and popular disappointment” [31], but despite these difficulties, the album was rereleased in 2012 to much better critical reception. As reviewer John Kelman noted in All About Jazz:

16 years later—at a time when stylistic cross-pollination is the norm, and the Young Lions resurgence is well over—it's possible to assess None Too Soon with less preconception and less criticism for what it isn't, and celebrate it for what it is: evidence of breadth even greater than his career to date had suggested [31].

Downbeat must have felt similarly, as the album made the “Editor's Picks” list in the July 2012 issue [36].

The musical direction explored on None Too Soon—fairly straight-ahead jazz, but with a twist—seems to have influenced Holdsworth’s following record, 2000’s The Sixteen Men of Tain. Writing for All About Jazz, John W. Patterson called it “a new milestone in his enduring legacy of matchless grace” [37]. Although it featured a return to mostly originally material, it also saw Holdsworth appear for the first time with an acoustic rhythm section, as well as several trumpet solos by guest musician Walt Fowler. The result is a somewhat more subdued album.

In 2001, Holdsworth followed up with his first solo SynthAxe record, Flat Tire: Music for a Non-Existent Movie. He remarked, “when I see something, I often hear something at the same time...It's almost as if I'm
doing an imaginary film. I think all of my music is kind of like that...the composition aspect comes from the pictures in my head” [17]. The album was critically well-received, Downbeat’s Todd Jenkins praising it in a four-star review as “lush and introspective...Holdsworth is left alone to play, test and ruminate as he sees fit, sculpting his private art where others might only doodle in the darkness” [38].

Since 2001, Holdsworth’s studio output has slowed to a trickle. He has released several live albums: 2002’s All Night Wrong featured his trio, while Then! was actually recorded in 1990 with Holdsworth’s quartet. After refusing for many years to release the album, he finally relented in 2003. “It doesn't take a genius to figure out that if a guy has an album from 1990 and he doesn't release it there's obviously a very good reason why,” grumbled Holdsworth. “I hated it” [39]. Holdsworth’s hang-ups regarding the album aside, it was positively received by the press: John Kelman's All About Jazz review remarked that “Then! captures Holdsworth at one of his many high points...[it] provides another perspective of a guitarist who has, quite literally, reshaped the face of the instrument” [40]. The year 2005 saw the release of the career retrospective Against the Clock: The Best of Allan Holdsworth, a collection of guitar and SynthAxe works from the past twenty years.

In 2006, Holdsworth reunited with fellow Lifetime alumnus, keyboardist Alan Pasqua, for a tour dedicated to recognizing and celebrating the legacy of their mentor Tony Williams. A live DVD released in 2007 documented the group performing at Yoshi’s, the legendary San Francisco club. Critical reaction was favorable, with reviewer Bill Meredith writing that
“Holdsworth proves why he’s arguably the most significant guitar innovator since Jimi Hendrix” [41]. The group’s work was further captured with an album of live performances from the tour entitled *Blues for Tony*, released in 2009.

Although I have not discussed every record Holdsworth has appeared on (those interested can find a comprehensive discography at Holdsworth’s website), his recorded legacy offers the reader a sense of the man’s career trajectory. From his humble beginnings in post-industrial Britain, Holdsworth has pushed himself to ever-increasing artistic heights. Armed with this knowledge, we can now examine in detail Holdsworth as an artist.
Chapter Two

“Looking Glass”: Holdsworth’s Musical Identity

To get at the essence of Holdsworth’s musical identity, it is necessary to say something about Holdsworth the man. This, I think, will help us to understand why Holdsworth has chosen to follow a certain path, why he has made the musical choices that he has and—equally important—has not. Given Holdsworth’s early exposure to jazz, we might reasonably ask why he did not choose to follow the so-called “straight-ahead” path. Why did he not become a traditional jazz player? Ironically, Holdsworth credits the influence of John Coltrane for this, the irony lying in the fact that Coltrane surely influenced many to start playing jazz. Specifically, he cites Coltrane as the impetus “to try and find a way to improvise over chord sequences without playing any bebop or with having it sound like it came from somewhere else” [11].

Another issue presents itself, namely, why someone with Holdsworth’s prodigious technical gifts did not seek to become a rock and roll “guitar hero” figure. We can attribute this decision to Holdsworth’s strong personal vision and unwillingness to compromise his standards. “Things have been offered to me,” he recalls, “where I could’ve done something commercial and earned a lot more money—and been really miserable. I’d rather be broke and happy than miserable and rich” [16]. We need only recall Holdsworth’s resistance to top-down interference with his music during the recording of Road Games to
see this worldview in action. Moreover, it should be said that Holdsworth is wary of being pegged as a guitar speed demon. “After a while, technical things are just technical things,” he opines. “I don’t want to be involved with flash, I just want to be involved with music” [16]. Of course, in rock and roll, flash and showmanship are inextricable elements of the music: see Pete Townsend smashing his guitars, Jimi Hendrix playing behind his head and setting his instrument afire, or the elaborate stage shows of any number of successful bands. Holdsworth’s disdain for such things would not suit him in a rock setting. “[Rock] seems to be getting more and more circus-oriented,” he wryly noted in 1993. “It sounds like a three-headed snake or something. It’s got too much hydra content” [17]. Moreover, Holdsworth’s desire to develop a personal sound has led him to avoid much of the standard rock lexicon. When asked whether he made a conscious effort to avoid common blues and rock licks, Holdsworth emphatically replied, “In a word, yes...I try to avoid everything. I’m still looking, basically” [42].

Notoriously self-critical, Holdsworth’s perfectionism and self-deprecating manner are well-documented. Indeed, if there has been one constant over the course of his career, it is his dissatisfaction with his own playing. Listening to old recordings of himself is “unbearable...it sounds like a caveman or a baby” [42]. Listening to rehearsal tapes makes him “depressed” [42]. This changed not at all over the years. In 1989, he repeated a similar sentiment. When asked which of his recorded solos he was happiest with, he replied, “I’m not really happy with any of them...I just think they were ok at
the time, because that’s all you can ever hope for” [26]. In the same interview, he noted, “I’ve always wanted to be able to play good solos. And I never can” [26]. When he speaks of playing “good” solos, he is not referring to being able to play the right notes at the right time or anything so mundane. Rather, he wants to be able to “grow musically and play more intriguing or interesting harmonic ideas” [26]. “I’m scared of the day,” Holdsworth admits, “that I’ll go in there and play a solo like one I’ve already done” [26]. Elsewhere, he has observed:

I want to be able to reach a point where I can improvise without falling back on anything...sometimes when...you’re in a gig situation, you kind of dry up and you fall back on things that you’ve learned—all the things that you’ve practiced. And that’s really when I feel bad because then I’m just doing the parrot thing, I’m not really playing. I live for those few moments when I’m really playing and coming up with new things [24].

These high standards extend to live performance as well. “I’m terrified about playing in front of people,” Holdsworth flatly states [43].

I know that there are people in the audience who really like what I do, and so there’s no real reason for me to be afraid of that because nobody’s really looking for anything. But at the same time, it doesn’t help me from not being scared to death...if I start thinking two or three chords ahead, I’m dead. In my mind, where I get to this one chord where I can’t remember what it is...as soon as I catch that up in real time, it’s the big screw up [43].

This also explains why Holdsworth has released so few live recordings over the years. “I have a problem known as ‘red-light fever.’ If I know the gig is being recorded, I’ll just fall apart” [13].

As stated earlier, Holdsworth’s relationship with the guitar has always been one of convenience; it is the instrument he plays because it was what was available to him at the time. He recalls that his connection to the “guitar was
definitely not love at first sight. I grew to love it. If I had played horn, I would have really missed playing chords” [9]. However, Holdsworth’s love of the sonic qualities of wind instruments has influenced his musical identity. Specifically, he has sought the type of sustain that comes naturally to wind instruments, but that is largely impossible to achieve on a traditional guitar. “I tried to make electric guitar a non-percussive instrument, more like a horn. There’s something about the sound I wanted to hear that doesn’t happen naturally on the instrument,” explains Holdsworth [44]. In addition, he notes that the sound of “the normal jazz guitar—like say Joe Pass—is too percussive for me to be able to relate to it. I still love it and love to listen to it, but it wasn’t something that I felt” [22].

Advances in electronics and amplifier technology in the 1960s and beyond made it possible for guitarists to get increased sustain by means of distortion, a tool Holdsworth considers a necessary evil.

I’ve never liked using distortion to get sustain... Once you push an amp into distortion, you’re essentially turning it into a little compressor, which means you really have to concentrate on not making extraneous noises between the notes... I’m constantly trying to find a way to make the sound give me everything I need to get the sustain, but have none of the fur around it. It’s like I’m trying to give the sound a shave [13].

**Holdsworth and the SynthAxe**

It was for this reason that Holdsworth considered quitting guitar altogether and focusing his attention entirely on the SynthAxe [17]. The SynthAxe allowed him to get the tonal and textural qualities he sought
without having to deal with problems like distortion. According to Holdsworth:

One of the things I always wanted to do was to be able to make a note and then change the whole shape...make it soft, make it loud, put vibrato on, take it off, change the timbre of the sound, all after the note was played, which is not a very easy thing to do with a percussive instrument. And with the SynthAxe I have that ability because I can hook it up to a breath controller and I can do exactly that... [11].

However, the SynthAxe was a commercial disaster and the company folded early on. “There's maybe two or three guys on the whole planet that could probably fix one,” lamented Holdsworth. “That got to be a really dangerous position to be in. If I quit guitar and got rid of them all and played only SynthAxe right now, then I'd be in real bad shape” [17]. Consequently, Holdsworth no longer tours with the SynthAxe, although it does still appear on his studio recordings.

Despite Holdsworth’s enthusiasm for the instrument, some of the hordes of awe-struck guitar players who comprised a significant portion of Holdsworth's audience were turned off by the SynthAxe. Holdsworth himself was mystified as to why. As he explained:

It really puzzles me that people who listen to my music think the SynthAxe is less natural or acceptable than the guitar, because whatever I play, I’m still the same musician, offering the same quality of performance. It tells me that people aren’t hearing with their ears; they’re hearing with their eyes...They don’t relate to the music or the notes; they’re only relating to something physical [26].

Elsewhere, he remarked, “a lot of guitar players only listen to guitar. There’s nothing wrong with that, but it’s like...being interested in a certain kind of wrench” [6]. Holdsworth is not the only guitarist to have observed this
phenomenon. Scott Henderson (a fine player in his own right and an instructor at Musicians’ Institute in Los Angeles) observes that there is even a hierarchy of guitar music. “If I’m in my room playing ‘All The Things You Are’ with a clean tone and doing my Joe Pass impersonation, the rock guys are very turned off to the notes...but as soon as I plug into a big amp with a little distortion, playing the exact same notes, they love it” [45].

Regarding the criticism that using synthesizers has a dehumanizing effect on music, Holdsworth asserts:

I’m not of that opinion at all, because any instrument is a product of technology...Even a string stretched across a hole. And even the most primitive flute, made out of bamboo cane, with holes in it, is a product of technology, because someone had to know where to put the holes...Even a grand piano with its steel strings, is a product of technology...I see a synthesizer as being another instrument [26].

He observes that in the past, the electric guitar was viewed as anathema to “serious music,” but that with time it, too, became accepted [26].

Nonetheless, synthesizers seem to evoke a particularly negative response from some critics and listeners. David Ake sagely observes that, in addition to producing sound, musical instruments “articulate cultures...[they] remind us every day of who we are, and, just as clearly, who “others” are as well” [46]. In jazz, a very limited set of instruments—chiefly trumpet and saxophone—articulate or signify the culture and traditions surrounding the music [46]. An instrument falling outside of the jazz musician’s traditional arsenal risks being characterized by some as “impure” in terms of genre, and thus as being fundamentally inferior to instruments of greater purity [46].
The electric guitar, too, is suspect in this regard, especially the electric solid-bodied instruments favored by Holdsworth and some of his contemporaries; such instruments are, after all, associated with rock and roll.

Some jazz musicians have, of course, taken a hardline stance against electronic instruments. For instance, Keith Jarrett (after leaving Miles Davis’ electric band) has “insisted on the ‘purity’ of the grand piano, waging a war of sorts on the ‘evils’ of electronic technology” [46]. The interesting wrinkle here is the fact that, in the mid-nineteenth century, when the modern acoustic piano was developed, it was enjoyed and appreciated by its audiences as an exceptionally modern instrument, “a feat of technical splendor” [46]. That such a dramatic change in understanding regarding the instrument should have occurred over the course of a little more than a century helps to illuminate the nature of our understanding of “modern” instruments like synthesizers. Thus, one might easily imagine a future in which a synthesizer is seen no differently from the way we now view a trumpet, a saxophone, or a grand piano. To restate an observation made earlier by Holdsworth himself: “an instrument, by nature of its name just means it’s a tool like a spanner or a wrench or a screwdriver, it’s something that you can use to get a job done” [8]. For Holdsworth, the job is music, and any tool that allows one to complete the job is worthy.

The “F-word”

In considering why Holdsworth has not achieved wider renown, we must spend some time discussing terms like “jazz-rock” and “fusion.” In Jazz-
*Rock: A History*, author Stuart Nicholson claims to have “stuck to the old-fashioned term jazz-rock because...I wanted to make a distinction between it and fusion (and its latter-day equivalents, variously marketed as smooth jazz, quiet storm, lite-jazz, hot tub jazz, or yuppie jazz)” [47]. Later, he further distinguishes the two, stating that fusion “favored rampant virtuosity, the cute cadences of pop music, and non-threatening electronics” [47]. He is not alone in this evaluation of the music. According to David Ake,

> Exponents of fusion...exemplified on the guitar by [John] McLaughlin, Al DiMeola [sic] and Alan [sic] Holdsworth, prize highly animated displays of virtuosity. Indeed, for many fusion musicians and fans, the electric guitar has come to symbolize what Steven Waksman has described as a ‘technophallus...an electronic appendage that [allows the guitarist] to display his instrumental and more symbolically, his sexual prowess’ [46].

Stanley Crouch puts it more bluntly. “We should laugh,” he declares, “at those who make artistic claims for fusion” [48].

Some of these criticisms are not entirely without merit, and there is surely a subsection of groups and musicians to whom such harsh assessments apply. That said, I would posit that evaluating the worth of a musical style on the basis of its worst elements and practitioners, to the depths to which it can sink, is a poor way to approach criticism, chiefly because it allows for any style, genre, or movement to be dismissed out of hand. Moreover, I would suggest that the critic who does so betrays an ignorance of the field he purports to evaluate. We do not discount bebop on the account of the legions of third-rate Charlie Parker wannabes whose names have (by and large) been lost to history, nor do we dismiss the Beatles due to their early bubblegum
pop efforts, and—to stretch the analogy—we do not jettison Shakespeare based on *Timon of Athens*.

However, in light of these criticisms, writers with an affinity for fusion have a tendency to take a defensive tone in their work. Bill Milkowski’s article on fusion in *The Oxford Companion to Jazz* reads like an extended justification for the music’s inclusion in the volume [49], while Stuart Nicholson calls the music of John McLaughlin’s Mahavishnu Orchestra “as complex as any bebop lines” [47]. Unfortunately, in arguing so vociferously for the legitimacy of the music, they assume a defensive posture, which helps perpetuate the cycle of criticism, thus sustaining the idea that the music is artistically deficient and is simply not “good enough” to stand on its own merits.

It should be apparent that I disagree with the above criticism, with respect to Holdsworth’s work. Nor am I alone in my convictions. “There is something patently different about Holdsworth’s bittersweet music, as compared to the typically upbeat, chops shop fusion” writes Josef Woodard [6]. Bjørn Schille offers the sage observation that, when considered in the context of other fusion musicians (and guitarists in particular), Holdsworth’s music does not “fit the profile” of “what jazz-rock fusion really [is]” [50]. Schille attributes this (correctly, in my view) to an absence of funk and blues elements in Holdsworth’s music, as well as to the pronounced influence of Impressionist composers like Debussy and Ravel [50].
Holdsworth hypothesizes that these deeper aspects of his work are partly a result of his early years in Bradford. His hometown is “a pretty bleak part of the world...everything’s gray, and the buildings are all black and...the sky’s so low,” he recalls [6]. Those who spend time engaging with Holdsworth’s oeuvre will find these elements—light and shade, joy and melancholy—underpinning much of his work.

Fusion, jazz-rock, and the like have often been criticized for having commercial tendencies, for sacrificing artistic depth for increased record sales, in short, for being sellout music. Stanley Crouch designates Miles Davis’ *Bitches Brew* as the point at which “Davis was firmly on the path of the sellout,” after which “[his] music became progressively trendy and dismal” [51]. Even a writer like Bill Milkowski, himself a longtime champion of fusion’s worth and validity, concedes that the “fusion movement had become codified and diluted by the late ‘70s” [49]. The result was a “palatable strain of pop-jazz that paved the way for the commercially successful New Adult Contemporary movement of the ‘90s” [49]. While these criticisms may or may not be valid for other artists, they do not hold up to scrutiny when applied to Holdsworth and his music. During the years in which Holdsworth recorded the vast majority of his albums as a leader—the 1980s and 1990s— the Young Lions resurgence in jazz (which I will discuss) was underway. The climate for fusion music of a challenging and sophisticated nature was inhospitable. That being said, these years were good to artists like Kenny G and other purveyors of smooth jazz or “happy jazz” [49]. If anything, this would adversely affect
someone in Holdsworth’s position. Those who shunned the aforementioned smooth jazz styles might well mischaracterize Holdsworth’s music as smooth jazz, due to such superficially similar elements as the presence of electric guitars and synthesizers.

Regarding the “fusion” label, Holdsworth observes that fusion is “a perfectly good word, but when I think of fusion, I always think about the wrong thing. When someone says fusion, I think of what you hear in elevators now. It used to be muzak, but now it’s fuzak” [17]. However, in a 2005 interview, Holdsworth claimed that being known as a fusion musician did not bother him [14].

Over the years, Holdsworth has referred to his music by different names. In 1980, he described it as having “some elements of jazz and rock, but we try not to be overly tricky”[52]. In a 1989 JazzTimes feature, Holdsworth described his music differently: “I call it jazz because the essence of the music is improvisation, and that makes it jazz to me” [22]. However, not everyone has shared this view, as Holdsworth readily admits. This is especially detrimental with regard to radio play. He opines:

A jazz radio station will be reluctant to play any tracks from any of my albums, which is a drag because they’re playing music that is, in my opinion, far less jazz than what we do. They play this funky processed stuff and these kind of easy-listening things...And conversely, the rock stations won’t play my music because they think it’s too jazzy. So we don’t get either which kind of leaves me in this no-man’s land in the middle [11].
Allan Holdsworth and the Young Lions

To complicate matters even further, Holdsworth takes a decidedly non-traditionalist view of jazz. “Some people insist upon tying jazz to a specific time period,” he observes. “And that’s not completely right, I don’t think. I always feel that what Charlie Parker did when he came on the scene, or what any other new player does, should be different from what went before. That’s what’s jazz to me. That’s the essence of it”[22]. Such sentiments run counter to the orthodoxy of the so-called Young Lions movement that flourished during the 1980s and 90s. The adherents to this particular line of thought held strong opinions about how jazz should sound—similar to the music produced roughly between 1945-1965—and they largely rejected the work of artists who did not fit their set of criteria, labeling them as “not playing jazz”; in doing so, they generally ignored the developments that had occurred with respect to the avant-garde, fusion, and other more progressive styles [53]. The most visible figure in this new old school was, and is, Wynton Marsalis [53]. A musical prodigy, Marsalis had left Juilliard to join drummer Art Blakey’s band (a legendary “finishing school” for up and coming musicians) while still in his teens [54]. He won the “Best Trumpeter” award in Downbeat in 1982, won multiple Grammy Awards for both jazz and classical performance, and by 1990, was featured on the cover of Time magazine [54]. In 1997, his oratorio Blood on the Fields was awarded the Pulitzer Prize, the first time this honor was bestowed on a jazz musician [53]. Moreover, as a result of his position as director of Jazz at Lincoln Center, he has been able to exert a great deal of
influence with respect to promoting jazz—at least, certain forms of it [54]. Stanley Crouch, who helped inform Marsalis’ ideas, hailed the trumpeter as “an extraordinary catalyst in [the] resurgence of interest among young musicians in jazz” [51].

While there were certainly dissenting opinions from those who bristled at a narrow-minded and conservative view of jazz [55], the Young Lions were considered by many to be the future of the music. And Holdsworth’s opinion—that every musical generation should sound different from its predecessors—was very much at odds with the ideology of the Young Lions movement. Criticism of the tenets of the movement (if not of the musicians themselves) from a musician during the 1980s and 90s (the period when Holdsworth made the majority of his recordings as a leader) could certainly harm one’s standing within the jazz community.

That being said, Holdsworth does not see the past as irrelevant, nor does he seek to divorce himself from it. On the contrary, he believes that a thorough knowledge of the tradition is vital to having a true understanding of the music and its trajectory. “There are some really deep, really incredible high-quality things you can get from the past...It’s really great for people to go back and have a look, because otherwise they’re really going to miss something. Things get lost that should never have gotten lost” [28].

Another aspect of Holdsworth’s music that may alienate more traditional jazz-oriented listeners is his practice, when recording studio albums, of tracking parts separately and using overdubs. For instance, he may
record rhythm tracks then overdub a guitar solo later. Part of this stems from his perfectionism, as it may take him many passes to record something with which he is comfortable [35]. He also admits to occasionally pasting “a small segment of a different take over a less interesting part of my solo to fix a solo. And sometimes I might combine some tracks, but usually I don’t” [35]. Interestingly enough, Holdsworth did not always view post hoc editing favorably. “In the past, I thought that if a solo was not recorded live, it’s not worth listening to. But it’s nearly impossible for everybody to be happy with the same take as a band in a studio situation” [35]. Here Holdsworth alludes to a certain musical selflessness he has expressed elsewhere. Tracking things separately “made more sense...than to say ‘I’m gonna use that track some other guy in the band doesn’t like just because I played a great solo on it.’ I don’t work like that because I want everyone to be happy with what they played” [26]. Overdubbing has been a bugaboo in the jazz world since before Holdsworth’s time. Figures who courted controversy for their use of overdubbing include Miles Davis (on Miles Ahead and much of his post-60s work), Bill Evans (on Conversations with Myself and others), and Lennie Tristano (on his eponymous album), among others. If nothing else, this puts Holdsworth in good company.

**Comparisons with Other Artists**

It may be instructive to compare Holdsworth’s career trajectory with those of some of his more commercially successful peers. In so doing, we may be able to glean something about why they achieved greater commercial
visibility. The obvious starting point would be John McLaughlin. As noted earlier, Holdsworth replaced McLaughlin in Tony Williams’ Lifetime—and both happen to be Yorkshiremen.

McLaughlin, born in 1942, was performing in London by the early 1960s in blues, rock, and jazz groups with individuals who would go on to become well-known in various musical settings, among them Eric Clapton, Mick Jaggar, and Dave Holland [54], as well as future Holdsworth collaborators Ian Carr and Gordon Beck [47]. In 1969, he relocated to America to join Tony Williams’ group, with whom he recorded the albums Emergency! and Turn It Over [54]. He also recorded with Miles Davis, appearing on the albums In a Silent Way, and Bitches Brew, among others. In fact, McLaughlin turned down an offer to join Davis’ touring band, remaining committed to his work with Williams [47]. The importance of this association cannot be overstated, as Miles was something of a kingmaker among musicians. More or less everybody who recorded or toured with his groups went on to great success—a stint with Miles serving as the ultimate résumé booster. Indeed, so great was the aura bestowed by working with Miles that the same credibility became associated with his sidemen. In other words, if you worked with Tony Williams, you must be good because Tony was with Miles.

It is interesting and potentially instructive to note the differences between Tony Williams’ 1969 album Emergency! (featuring McLaughlin) and his 1975 record Believe It! (featuring Holdsworth). The former is clearly
indebted to the jazz tradition of the organ trio (guitar, organ, and drums). McLaughlin’s guitar tone, while not as clear as the straight-ahead sounds of Wes Montgomery or Grant Green (to name but two examples), is not as distorted as it would become during his tenure with the Mahavishnu Orchestra. His playing is clearly rooted in bop, and the link between his lines and those of some of the aforementioned jazz guitarists is apparent, although he was also influenced by British rock musicians of the 1960s. McLaughlin is, as a general rule, a more staccato player than Holdsworth, a result of his virtuosic picking technique, wherein he attacks each note with a new pick-stroke. This gives him a “spikier” sound than Holdsworth, who has a smoother contour to his lines. (I will discuss Holdsworth’s technique, as well as guitar technique in general, in the section devoted to analysis.)

By contrast, during Holdsworth’s tenure with Lifetime, the group added a bassist and featured keyboards instead of organ. Holdsworth’s playing is indebted to the linear approach of John Coltrane, as well as to British rock music, and it is clear that even then, he was attempting to find his unique voice on the instrument—to play it in an entirely new way. We might say that while both bands are classifiable as fusion ensembles, the *Emergency!* group (with McLaughlin) leans more toward jazz, while the *Believe It!* group (with Holdsworth) has a more rock aesthetic.

After John McLaughlin left Lifetime, he formed his own group, the Mahavishnu Orchestra in 1971. Although it was not the first project that he led, their album *The Inner Mounting Flame* captures McLaughlin’s musical
ethos more fully than his earlier more traditional recordings. With this group, McLaughlin was attempting to make “music beyond category” [47]. On this and subsequent albums, McLaughlin and his compatriots melded influences from rock, jazz, and Indian musics. He released several more albums under the Mahavishnu name before dissolving the group in 1975 [47]. His next project, Shakti, was in some ways a continuation of the Mahavishnu Orchestra, but in other ways a departure. This acoustic group was McLaughlin’s attempt to fuse the music of the West with the Carnatic styles of India [47]. In addition to McLaughlin on guitar, the group featured Indian classical musicians Zakir Hussain, L. Shankar, V. Vinayakram, and Ramnad Raghavan.

This group was short-lived, and McLaughlin would go on to participate in a variety of bands and projects over the years, both as a leader and in groups such as a guitar trio with Al Di Meola and Paco De Lucia, a trio with Joey De Francesco (organ) and Dennis Chambers (drums), as well as re-formed Mahavishnu and Shakti projects [54]. Clearly, this is a man of varied tastes and many muses. It is also easy to see how such creative variety might endear him to audiences—every time he comes through town, it’s with a new band! Furthermore, a listener who dislikes one of McLaughlin’s groups might reasonably assume that the next group will be different enough as to be worth investigating. The same cannot be said of Holdsworth, who generally plays the same material (his own music) with similar groups. If some listeners are not
drawn to Holdsworth’s music, it is unlikely they will change their opinion in the future.

Another artist worth discussing is Pat Metheny. A fearsomely talented and precocious youngster, he was teaching guitar at the University of Miami at age seventeen and at the Berklee College of Music at nineteen [47]. He joined vibraphonist Gary Burton’s band in 1974 at age twenty, and began recording and touring, leaving Burton in 1976 to form The Pat Metheny Group [47]. Through relentless touring and a series of increasingly popular and well-received albums, he built on his already solid credentials [47]. In addition to recording with his own group, Metheny made recordings with various jazz artists, including saxmen Dewey Redman, Michael Brecker, and Ornette Coleman, bassist Charlie Haden, and drummers Jack DeJohnette and Billy Higgins [47]. However, he also proved to have a knack for writing accessible material, and his wider success relied, to a degree, on recordings that featured “bright and breezy FM-radio favorites” [47]. His success in this regard has been unparalleled—the man has won nineteen Grammy Awards, made three Gold records, and sold 20 million albums worldwide [56].

Like Holdsworth, Metheny was intrigued by the possibilities inherent in guitar synthesizers, utilizing the Roland GR300 guitar synthesizer on his 1981 album *Offramp* [47]. Unlike Holdsworth, his synthesizer experiments were well-received: *Offramp* remains his best-selling album [47]. On “Are You Going With Me?” a hypnotic rhythmic figure is the foundation upon which keyboardist Lyle Mays and Metheny build their solos. Synthesizers are
prominent, and the album as a whole has a very slick-sounding aesthetic, drenched in layers of reverb. There is a meditative, trance-like quality to the music, and it is easy to see how it would appeal to an audience beyond typical jazz fans or guitar players. It is, for lack of a better term, pretty. Metheny’s work, by and large, is characterized by “suave musical compromise that [appeals] to a worldwide audience” [47].

By way of contrast, Holdsworth is notoriously uncompromising in his vision, and his vision happens to be one which appeals to a narrower audience. His music can be abstract, dense, and difficult, and it is not approachable as are some of McLaughlin’s and Metheny’s works. There is also the matter of the sheer number of albums released. Metheny and McLaughlin have released about 40 albums apiece over the course of their respective careers, as well as making sideman appearances with other groups. Holdsworth has recorded fewer than 20, and rather than recording as a sideman, he tends to make “guest appearances,” contributing to a track or two on other artists’ albums. In part, this is due to his perfectionism—he recalls an instance where he was supposed to play guitar on an album, but unsatisfied with his performances, wound up playing on only two tracks [57]. However, I suspect it is also in large part due to the fact that Holdsworth is interested in pursuing his own artistic vision. If his goals align with those of another bandleader, so much the better, but if not, he will follow his own muse, even at the cost of wider renown or financial reward.
Holdsworth and Free Improvisation

An interesting and often overlooked component of Holdsworth’s musical output is his longstanding association with free improvisation. That this work is relatively unknown is perhaps unsurprising, as such music generally appeals only to niche audiences. That said, it remains worthy of consideration. Holdsworth appeared on several albums (Touching On and Re-Touch) with well-known British free improvisation pioneer John Stevens. (Another collection, Propensity was released in 2009.) These two records appear on Holdsworth’s website under the heading “Stuff I recorded but wish I had not.” However, this perspective is likely due to their audio fidelity, rather than reflecting any musical or philosophical shift on Holdsworth’s part away from freely improvised music, which he has continued to pursue, though generally in smaller doses. In live performance, Holdsworth’s groups have been known to designate a “Zone” for free improvisation, an approach documented variously on the live albums All Night Wrong and Then!. Recently, Holdsworth has toured with Terry Bozzio, Tony Levin, and Pat Mastelotto (the group dubbed itself Hobolema), with whom he played completely improvised sets. Apparently, the music affected some concertgoers so strongly that they felt compelled to make death threats against various band members [58]. “When you improvise like that, you take a real chance—sometimes it’s easier playing tunes than it is to [improvise freely],” mulls Holdsworth [59].
Given this confluence of factors, it is little wonder that Holdsworth’s music has failed to reach a wider audience. Indeed, his work seems to reflect a perfect storm of unmarketability. What we have is an artist who plays music not easily pigeonholed (and if it is, it is labeled “fusion”), who refuses artistic compromises, who dabbles in free improvisation, who incorporates synthesizers and other instruments of questionable authenticity, who criticizes orthodox musical positions, and who does not particularly like the guitar: It is a wonder that he has not been tarred and feathered—though perhaps his limited popular appeal is the musical equivalent of such a punishment.
Part II

Musical Analysis
Chapter Three
“The Things You See”:
An Overview of Holdsworth’s Musical Style

Guitar Technique

Traditionally, the guitar is a percussive instrument on which notes are sounded by plucking strings with a pick or with the fingers. This produces a definite attack that characterizes the sound of traditional jazz guitarists. By striking a string with one of the left-hand fingers, it is possible to set the string in motion without the sharp attack at the beginning of the note. Guitarists refer to this as a hammer-on. Hammer-ons are generally the technique of choice when a guitarist wishes to play in an ascending legato fashion. (Legato literally means “bound,” and refers to the practice of connecting notes so that there is no silence between them [60].) It is possible to play in a fairly legato manner with picking, but never to the degree enabled by hammer-ons alone. To play descending phrases, the guitarist plucks the string with a left-hand finger (which has often been used to sound a note), while simultaneously fretting a lower-pitched note (the one that will ultimately be sounded). This is known as a pull-off and its use allows the guitarist to play in a descending legato fashion. Together, hammer-ons and pull-offs are the tools most guitarists use to play with legato articulation. Holdsworth states that he used to play by picking more or less every note, as is standard practice. However, he claims that at one point he “found some tapes from maybe 10 years before
on which I was using a kind of hammer-on technique and I thought ‘That sounded alright, what am I doing this for?’ So I just tried to develop that’’ [7].

Holdsworth has also been outspoken in his dislike for the sound of pull-offs. “I hate that ‘meow’ sound you get when you pull off from a note in the left hand, because it distorts the pitch… I’ve carefully watched my left hand as I play and now I’m getting to the point where I’m not pulling off that much” [28]. (In fact, the tonal difference between hammers and pull-offs is relatively minor.) Consequently, he has adopted an approach that is akin to a reverse hammer-on. For his descending lines, as soon as a finger is lifted, he hammers to the next lowest note. This is considerably more difficult, as it requires a good deal more timing and control than the conventional approach. However, it produces a more even and fluid sound. When playing in a legato fashion, it is usually necessary to pick the first note sounded on a string. This results in a tonal difference between picked and hammered notes. However, as Holdsworth remarks, he has worked at “practicing accenting notes other than the ones that were picked. Now I think I can make notes louder with the finger than with the pick. I’ve got to the point where I can silence the picked notes and make other notes louder. So it’s hard to tell which is which” [7].

Holdsworth also utilizes the vibrato bar in a distinctive manner. The vibrato bar (also colloquially known as a tremolo or whammy bar) is a short bar, perhaps six inches long, attached to the bridge of the guitar. Depressing the bar moves the bridge of the instrument, causing the strings to drop in pitch, while pulling back on the bar raises the strings in pitch. The vibrato bar, which began to appear on guitars in the late 1940s, was used to add vibrato to
single notes or to give chords a “shimmering” quality. Rock musicians of the 1960s such as Jeff Beck, Hank Marvin, and, most notably, Jimi Hendrix began to use the bar to manipulate notes in a more extreme fashion (Hendrix’s famous rendition of “The Star Spangled Banner” makes heavy use of the vibrato bar). Holdsworth uses the bar in a variety of idiosyncratic ways. He will often use it to ornament phrases; for example, scoops (a grace note slur up to a given pitch) and reverse scoops are common in his playing. These, as well as other vibrato bar inflections, contribute significantly to Holdsworth’s distinctive style. We will see examples of some of these elements in the following transcriptions.

Sustain is a problem on the guitar, since once a note has been sounded, it begins to decay immediately, unlike what happens on a bowed or a wind instrument, which can sustain and also control the note’s dynamics after the initial attack. Holdsworth utilizes an overdriven sound to increase the sustain he is able to get from one note.

When comping or playing chordal passages, Holdsworth uses a clean, undistorted tone. However, he utilizes various signal processing effects such as delay and reverb to alter the nature of his sound. He is also fond of using the guitar’s volume control (or a footpedal that serves the same function) to “swell” into chords, deemphasizing the notes’ attack.

**Holdsworth’s Harmonic and Chordal Style**

On a structural level, Holdsworth often, though not always, avoids dominant chords. The following quote by Dave Douglas, on the topic of Wayne Shorter’s use of harmony may prove illuminating: “instead of having
the harmony...where it’s always tonic-dominant, tonic-dominant, Wayne was just kind of like, tonic, tonic, but found the voice leading that made it work…” [61]. Although Holdsworth is not a composer on the level of Shorter, his music is constructed in a similar manner. Much of Holdsworth’s music has a modal character, in that functional harmony and tonic-dominant-tonic motion are largely absent. Rather, his music tends to move between different key areas or centers. Holdsworth owes a great deal in this regard to composers like Debussy, Ravel, Bartok, and others, all of whom handled harmonies in such a way, and all of whom Holdsworth cites as influences.

Holdsworth often voices his chords in unusual, “un-guitaristic” ways. Non-tertian intervals play an important role in his chordal playing: seconds, fourths, and fifths are all common. Often his chords will be closely voiced, which can be quite difficult to execute on the guitar because of the way the instrument is tuned. That said, he sometimes makes use of chords that contain extremely wide intervals. Of his chordal style, Holdsworth is characteristically nonchalant. “I just decided,” he claims, “that if I was going to get some chord things together that I might as well play some other voicings, instead of the kind of Jazz Book One or Jazz Book Two or Jazz Book Ten types of chords” [42]. He adds:

If somebody says ‘Play me an E major 7 chord’ (which is a pretty primitive chord) and...if you haven’t been playing very long, you might just play [Holdsworth plays the following chord]:

![Chord Diagram]
But that’s a really ugly, disgusting, dissonant-sounding chord to me, so you could play another inversion of that same chord, say [Holdsworth plays]:

![Chord Diagram]

which sounds a whole lot nicer... Or instead of playing just an inversion of those notes, you could play groups of notes from that family... For instance, you could play some of these chords which are all based on the E major scale: [8]

![E Major Voicings]

[62] (Transcribed by Hemme Luttjeboer in *Just for the Curious*)

Ultimately, Holdsworth views all chords as being derived from scales:

I think of [chords] as being members of a family. I think of a 4-note chord, for example, which most guitar chords are, as just being 4 members of a family... Imagine a seat with 8 family members on it and you say ‘Four stand up, Steven, George, Sarah, Winston’... and then you take a picture of those and that’s that particular chord, but they’re all members of that one family, so when I hear chords moving from one chord to another, I don’t just hear the static voicing of that one particular chord—although that may be important in a head, say for example—I see it more as being the families that change as you change from one chord to the next... [8].

Holdsworth will often take an intervallic structure and move it through a given scale, thus deriving chord voicings as in the previous example where the interval set 1-4-5-7 was moved through an E major scale. As we can see, this often leads to chords moving in parallel motion, another characteristic of Holdsworth’s music.
In the next example, the interval set 1-5-6-10 is moved through a C major scale centered around D, giving a Dorian flavor. The final measure breaks this pattern, moving thirds through the scale. This is followed by a chord that we will call G add4 (no5), followed by an F triad, before settling on a Dm9 chord that incorporates both close and wide intervallic spacing. We should note that Holdsworth does not shun “simple” chords as the F triad attests, but mixes them with more unusual voicings to add unique colors to his harmonic palette.

Holdsworth also uses scales like the melodic minor as well as the harmonic major and minor in his music. Rather than using these scales in specific settings (often to play over altered dominant chords) as many musicians do, Holdsworth will derive chords from these scales and base parts of tunes or even whole pieces around the derived harmonies. This example shows the chord progression from the E-pedal section of Holdsworth’s tune “Letters of Marque.” The chords are derived from the fourth mode of the B harmonic major scale, although Holdsworth would refer to this scale as
Em(maj7#4) [8]. The chords are all based on the interval set 1-4-5-10, which is then moved through the scale. Note that, due to the interval structure of the scale, the first and third chords contain the augmented fourth, while the fourth chord contains the diminished fourth, which sounds as a major third.

[62] (Transcribed by Hemme Luttjeboer in *Just for the Curious*)

This next example is the chordal introduction to Holdsworth’s tune “Sand” (from the album of the same name, 1987). Unlike the other examples, it is played on the SynthAxe, which, in addition to producing a unique sound, makes playing certain chords possible, which would be otherwise impossible to play on the conventional guitar. In brief, the SynthAxe allowed notes to be triggered via strings or a set of six keys, one for each string. The instrumentalist could fret a chord, sounding it by striking the keys, then move the left hand to a different position, while sustaining the original chord by holding down the keys. This principle is at work in this example, and it explains how these “unplayable” chords are played.
Holdsworth begins with six-note Ab major triad. All pitches are doubled; the chord can be further broken down into a close-voiced 1st inversion triad on the bottom with a spread 2nd inversion triad on top. Holdsworth sustains the latter voicing, then switches to a Bb5 dyad. He plays the spread Ab triad followed by the dyad once more, before finally returning to the Ab.

This first figure acts as a sort of introduction to the introduction, which begins in earnest with a 1st inversion close-voiced C triad over an F in the bass. Holdsworth then moves the top note of the chord, C, up a major third to E, while releasing the E played an octave lower. He repeats this type of motion on the next chord, F/Bb, moving the top F up to A, again releasing the A an octave lower. To the next chord, Bb/Eb, Holdsworth applies the same pattern. (The bass note Eb is not possible on a guitar in standard tuning, but it is possible on the SynthAxe! Clearly, Holdsworth has utilized some unknown alternate tuning to achieve these results.)
Holdsworth comes to rest on a chord that is somewhat difficult to name. It is constructed of fifths plus a major sixth (F-C-G-E), and while we could give it a name such as F 6/9 (no3), a more elegant analysis would be to simply refer to it as a spread C triad over an F bass note.

Next, Holdsworth plays a close-voiced F triad in root position with a second F two octaves above the root. He then plays a spread F triad, the root of which is an octave higher than the previous root, which creates a pleasing major third movement in the top voice. Then he repeats the same process with a G triad. Holdsworth moves back to F, this time playing a close-voiced F add9 in the first inversion. As with the preceding chords, he plays the same chord in the same inversion spread, but with a spread voicing. Finally, he performs a similar process on a G triad over an F bass note, playing it first close, then spread.

**Problems with Other Analyses of Holdsworth’s Music**

Commenting on his piece “House of Mirrors, Holdsworth remarks, “it reminds me of being in a house of mirrors because it modulates a lot, and I like that...that’s why that system of numbering chords...ii-V-I or whatever doesn’t really work too well for me with my music because [the chords] move around too much to ever have a I that stays a I” [8].

This is an important point about Holdsworth’s music, namely, that a system other than the tonal harmonic model might better explain its musical mechanics. Analyses of Holdsworth’s music are often presented in functional harmonic terms. While this sometimes produces satisfactory results, the analysis may complicate more than it explains, as this is usually not how
Holdsworth’s music is constructed. Underpinning this is a larger issue: the use of principles and systems of notation and harmony designed to function in and explain European classical music in settings where they may not apply, and where, if applied, they may obfuscate rather than elucidate. This leaves us in the awkward position of having to rely on an imperfect system to transmit information, simply because it is the system that everybody knows. Whether a better system could be devised to express the information with which our current model struggles (complex rhythms, gradually shifting tempos, and microtonal inflections, to name but a few) is a question that is, unfortunately, beyond the scope of this paper.

**Melodic and Harmonic Characteristics of Holdsworth’s Music**

Holdsworth’s voice on the guitar is utterly idiosyncratic. Knowledgeable listeners (i.e., those with some prior exposure to his playing) are often able to identify his playing within seconds [63], [64], [65]. His solos incorporate flowing legato lines, as well as wide intervallic structures; they can contain furiously dense “sheets of sound” and angular, yet lyrical, melodicism. At times, he will superimpose structures over a given harmonic framework to achieve an “outside” sound, which is an important part of how Holdsworth achieves a sense of tension and release in his music. Although these moments often sound highly chromatic, Holdsworth states that he conceptualizes his lines differently and in fact seeks to avoid chromaticism [7]. “If something chromatic comes out of my playing, it’s usually because of another motion, or an internal motion...If you’re thinking about using other scales to get from one place to another, or superimposing triads on top of
other things, then there’s bound to be notes that are next to each other somewhere” [7]. Elsewhere, Holdsworth has noted that “a lot of [scales] that I’ve experimented with don’t complete themselves in one octave, they take two octaves and sometimes three” [62]. However, he is rather secretive with respect to his thought process in this regard. In the analytical section, I will offer some suggestions as to ways that might help the listener understand some of Holdsworth’s more abstract moments.

**Rhythmic Characteristics of Holdsworth’s Music**

While often ignored in favor of discussions of guitar technique, the rhythmic elements of Holdsworth’s playing are well worth considering. His approach to rhythm is free: phrases rarely begin at conventional starting points. Often he will play behind the beat or ahead of the beat, which is difficult to notate exactly—at least, difficult when using Western notation, which is not designed to accommodate such things. In several instances in my transcriptions, seemingly complex rhythmic figures can be explained this way. At other times, he may anticipate a chord change. For instance, if the chord movement is from C major to E major, Holdsworth may begin playing notes from an E major scale a beat before the chord changes from C to E. Because the E major scale contains several notes not present in the key of C (F#, G#, C#, and D#), it would generally sound wrong over C major. However, if the chord changes to E major, the ear interprets the “wrong” notes as sounding “right” after all. What this effectively does is to alter the harmonic rhythm. If the C and E chords are each held for 4 beats apiece, the aforementioned
scenario would alter this to 3 and 5 beats, respectively. This stretching and contracting of the time is characteristic of players such as pianist Bill Evans.

When playing long lines, Holdsworth often incorporates what jazz pianist Hal Galper refers to as “forward motion,” a simple concept with profound implications. Galper asserts that beat one should be understood not as the first beat of a measure, but the last. As it is the strongest in the measure, beat one “is not the first beat of the bar; it is the last beat of the bar. It is the beat toward which melodic ideas are played and at which they end” [66]. Consequently, melodic lines should begin at places other than beat one, and Galper draws examples variously from the works of J.S. Bach and Dizzy Gillespie to illustrate this. Upon analyzing Holdsworth’s music, we will find a similar phenomenon, which is an important component of how he is able to maintain interest over the course of his longer lines.

Holdsworth’s original music often incorporates odd meters and phrase lengths, as we will soon see. However, these elements are often folded into the music in such a way as to make them not immediately apparent; they become evident only upon careful analysis. In addition, the structures of many of his pieces are asymmetrical or otherwise unusual, as will soon become clear.

Let us now leave these abstractions and generalizations behind and delve into some specific examples. For the next chapter, I have transcribed and analyzed two of Holdsworth’s solos from his original music. In these, we will see the aforementioned characteristics of Holdsworth’s playing borne out in practice.
Chapter Four

“Hard Hat Area”: Solo Transcriptions

I would strongly recommend that readers familiarize themselves with the actual recordings before referring to my transcriptions. Not only will this make the entire process of reviewing my analysis easier, it will provide information that I have not attempted to notate (e.g., vibrato, timbre, articulation, etc.). Moreover, the recordings will allow readers to hear these solos in the context of an ensemble performance—the way they were meant to be heard and enjoyed. While examples might be found on YouTube.com and the like, I highly encourage those who wish to study these examples in detail to support the artist by purchasing the original recordings.

In the following examples, I have noted the chord changes above the solo transcription. In notating these chords, I have chosen to express them in the most basic terms possible. For instance, while a given chord symbol may read Cm, the actual chord sounded may be Cm11, but as the extension does not fundamentally alter the chord’s function, I have chosen to err on the side of simplicity.

Musical examples will be given first, followed by discussion. Text will refer to the musical example immediately preceding it only (unless explicitly stated elsewhere in the text). Each new example is accompanied by ensuing discussion of that example alone.
I will make use of the following abbreviations in the following discussion:
UNT= upper neighbor tone
LNT= lower neighbor tone
T= tone (used in conjunction with one or both of the preceding abbreviations)

“Non-Brewed Condiment”

This is the leadoff track on Holdsworth’s 1986 album *Atavachron*. In addition to Holdsworth, it features Jimmy Johnson on bass, and Gary Husband on drums. Among other things, this tune is noteworthy for containing the first appearance of the SynthAxe in Holdsworth’s recorded output. It is likely that Holdsworth had the SynthAxe tuned in 5ths on this recording, as opposed to standard guitar tuning; video footage of a live performance from this period seems to confirm this [67]. The material I have transcribed runs from approximately 0’ 15” to 2’ 30”.

**Structure**

This piece has a subtly unusual structure—I thought it was a simple ABABA form until well after I had performed my initial transcription. I soon found that with Holdsworth, almost nothing is simple. The structure is in fact ABA’BA’. The A section is 12 measures long and contains the following chord progression repeated three times, while the A’ sections are 8 measures long and contain the same chord progression repeated twice only.
This is an unusual chord progression that poses a unique set of challenges. I would propose that the best way to understand it (and the way Holdsworth appears to treat it) is essentially as an extended D minor or D Dorian figure.

Dave Liebman discusses these types of situations extensively in *A Chromatic Approach to Jazz Harmony and Melody*. Modal playing “refers to that harmonic idiom in which the only known reference point is a given mode” [68]. To create interest over such a progression, a soloist may superimpose chord cycles, utilize “mode substitution” (e.g., F Lydian augmented in place of F major), or use “pitches in the mode as a source of contrasting key centers” among other concepts [68].

Another similar situation Liebman covers is pedal point-based improvisation.

In pedal point playing, the pull of resolution and diatonic guidelines are...abstracted...Superimposed key centers may equally be any of the eleven remaining tones depending on the desired dissonance level resulting from interval choices...Pedal point playing represents a very open harmonic situation. The pull of resolution is quite negligible here” [68].

The approach here seems to be a mixture of the two. There is chord motion, but there is a clearly defined center, and while Holdsworth at times veers
quite far from the D minor base, he always returns in the end, displaying what Liebman would call “diatonic lyricism” [68].

The B sections are each 7 measures long and consist of the following (fairly straightforward) chord progression:

![Chord Progression Diagram]

To summarize:

Section A: 12 measures—3 times through A progression

Section B: 7 measures

Section A’: 8 measures—2 times through A progression

Section B: 7 measures

Section A’: 8 measures—2 times through A progression

The chords under the head are different from the chords the solo is played over (the “blowing changes” to use jazz parlance). They are as follows:

![Chord Progression Diagram]
This progression is a fairly straightforward D minor progression with a few wrinkles. The melody notes more or less conform to the harmonic backdrop: there are no real surprises here.

After a short drum intro (not notated in my transcription), the head is played twice. We could analyze the first four notes alone in a number of ways, none of them particularly satisfactory. It could be referred to as a C add9 triad (no 3), or perhaps a D7sus arpeggio, or even a Dm7 add11 (no 3) arpeggio. All of these are needlessly complicated and do not contribute in any meaningful sense toward understanding what is actually happening musically. Thus, I
propose the following analysis in terms of intervals. The starting pitch (C) is moved up a major second, up a perfect fourth, and again up a perfect fourth. This produces the notes C, D, G, and C, the notes Holdsworth plays. Then, this intervallic relationship is shifted up a perfect fifth where it is repeated, producing the notes G, A, D, and G. This process of taking an interval set and moving it through a scale or tonality is common in Holdsworth’s work. These two figures are followed by an ascending Dm7 arpeggio.

Perfect fourths return in the second measure, beginning with the descending figure C, G, D, and finally, breaking the fourth pattern with a major 6th, G. Holdsworth pivots to F, the lower neighbor before returning to G, which he then displaces by an octave. From this high G, he pivots up to C before returning to G and then dropping an octave to repeat the T-LNT-T figure. The next phrase begins with a run up the D minor scale starting from E going through G. After this, however, there is a leap of a minor 7th to F, whereupon Holdsworth begins a descending line based on the F major pentatonic scale, at least until the note Bb, which is not found therein (both are found in the D minor scale however). Alternately, we could view it as derived from a hexatonic scale containing the notes F, G, A, Bb, C, D, but this seems needlessly complicated. Holdsworth continues his descent through the F major pentatonic, coming to rest momentarily on Bb. The rest is brief, as it is followed by a line beginning on F based on the Bb major pentatonic which, like the pentatonic figure that preceded it, briefly incorporates one note not found in the scale—in this case, A. After a long run of over two octaves
incorporating one other note not found in the Bb pentatonic scale (Eb, which is of course present in Bb major), the main melodic figure is played. This is a characteristic Holdsworth melody, incorporating fourth and fifth intervals and sophisticated rhythmic construction. The second time through, this figure is varied slightly, ending on a sustained D that carries through to the start of the blowing changes.
Note that the syncopated rhythm of the chord changes is continued throughout the A and A’ sections.

Holdsworth begins his solo with a brief melodic phrase, descending steps from F to D. He follows this with another short phrase centered around D minor, this time incorporating wide intervals. His next phrase, built on a series of superimposed dyads, quickly ventures outside of any one key area, suggesting F, C#, A, and F before returning to an F pentatonic scale figure.

This is similar to John Coltrane’s famous “Giant Steps” cycle. Also known as “Coltrane changes,” this chord cycle consists of key centers moving in major thirds—for instance, “Giant Steps” moves rapidly between the key centers of B, G, and Eb. In addition to basing pieces around this idea (“Giant Steps,” “Countdown,” “26-2,” and others), Coltrane often superimposed this
progression over more traditional chord progressions or over static pedal-point situations. Holdsworth appears to be using a variation of this concept here, as the chords move in minor sixths, the inversion of major thirds. We will encounter this device again during this solo.

Here we encounter another example of a minor sixths cycle. Holdsworth plays a very similar phrase as in mm. 17-18, ornamenting the dyads with some chromatic tones. This time, the superimposed sequence is Bb-F#/Gb-D-Bb. Holdsworth then resolves to F major before beginning another superimposed pattern in m.22 that defies easy analysis. He begins by chromatically encircling Bb, then playing an ascending interval series that consists of a tritone, a minor third and a half step, before descending through another minor third, a perfect fifth, and a tritone. Next he plays a variation on this figure, chromatically encircling Eb, then ascending through a tritone and
a minor third. This time, however, Holdsworth plays a descending half step, then plays a similar descending figure consisting of a minor third, a perfect fifth, and a tritone. He finishes this line with an Fmaj7add6 arpeggio, then in m. 23 plays a figure involving an octave displaced F with an UNT, before playing an arpeggio consisting of a number of stacked chords. He begins Gm7, F#, and D for the ascending portion, then pivoting from the UNT of the D triad (Bb), he moves into an F descending triad, finally coming to rest on G.

Holdsworth sustains the G, encircling it with an UNT and a LNT. He then plays a blazing ascending F pentatonic line over nearly two octaves. When played over the Am7 chord, this produces the tones 1-3-4-6-7 from the natural minor scale. He comes to rest on D, then descends to Bb in m. 27,
incorporating the LNT A. He plays a 7-1-2-3 melodic cell, then begins a
descending line over the Bm chord. This begins as a series of A5 dyads (with a
D, the third of Bm included in passing). Holdsworth then plays an Ab5 dyad,
which is immediately preceded by a Bb; he follows this with a descending
F#m triad. Given that the next chord is Gm, it seems that Holdsworth is
encircling the root with chords built on its chromatic neighbors to heighten
the tension before resolving to a Gm11 (no5) arpeggio, which he follows with a
Gm13 arpeggio. Next, he highlights C, the 7th of Dm, before playing a phrase
incorporating a G displaced by an octave and preceded by an UNT. He takes
the descending stepwise part of this figure, moves it down another step, then
displaces it downwards by an octave, adding to it so that it forms a 3-2-1-2
melodic cell, which leads into the A' section.
Holdsworth begins the A’ section with a rising figure that hits 4-5-9 of D minor, concluding the line he began at the end of section B. He then plays another figure based on seconds and fourths, then appears to sideslip to C# minor while continuing his descent. After a few wide interval jumps, he begins another ascending phrase wherein he moves a chromatic series of five tones through the ascending minor sixths cycle we encountered earlier. It is perhaps noteworthy that the consecutive chromatic notes that begin each five-note set combine to form a nine-note augmented scale (C# D# E F G G# A B C).

Ordinarily, it might be grasping at straws to mention such a thing, but Holdsworth has explicitly referenced his use of this scale in various sources [8, 62]. (Astute readers may have also noted that it is the third of Olivier Messiaen’s Modes of Limited Transposition.) The sequence continues to grow ever more abstract as Holdsworth breaks the pattern, playing a descending F# minor cell (3-2-1-5), then a descending line that could be a heavily chromaticized F# minor scale. He then plays an interval series mainly based
on tritones, perfect fifths, minor thirds, and half-steps. He descends through this series until reaching A, then ascends through a chromaticized A minor-like scale. Over the course of this line, Holdsworth increases his speed relative to the underlying pulse, as evidenced by the increasing tuplet values. This adds rhythmic tension. Holdsworth concludes with a series of series of arpeggios that carefully avoid the defining minor third of the harmony. The first contains every note of the Dorian mode except F, the second is based purely on seconds, fourths, and fifths, and also avoids the F.

Holdsworth’s next brief phrase highlights the 9\textsuperscript{th} of D minor. He then returns to a familiar sequence, this time stacking the chords from a sequence of minor sixths into an arpeggio. He plays Dmaj7, Bbm, F#m, Dm (possibly making the switch to coincide with the chord change to Dm), and BbmM7. He rests momentarily on the high A, which he then encircles. Holdsworth’s final line is based mostly on a descending series of 1-2-3-5 and 5-3-2-1 melodic
cells, which leads into an ascending C pentatonic phrase that finishes in the next section.

Holdsworth descends through a C pentatonic scale, finishing his previous phrase. His next phrase features a series of stepwise descending sustained notes, the pitches of which he gradually lowers with the vibrato bar. After descending from G to D, Holdsworth plays a descending line which combines two pentatonic scales—Ab and Gb—using the common tone Eb to facilitate the switch between them. Next, Holdsworth begins an ascending line based mostly on the F pentatonic scale, which spans over three octaves up to
G. Holdsworth plays a final melodic idea, adding interest to a simple ascending figure (G, A, Bb) by incorporating octave displacement.

This section contains the solo’s most rhythmically complex phrasing, utilizing a great deal of syncopation. Holdsworth begins with descending C, B, and F triads. He then plays a series of angular ascending lines derived from the D whole tone scale. In m. 50, he includes a note (G) not from the scale in the context of an interval leap of a twelfth, then another (F) which is then displaced by an octave. He finishes the section with a descending Bb triad that incorporates still more octave displacement.
Holdsworth returns to the D whole tone scale, playing an ascending scalar phrase that he breaks up with interval leaps of minor sevenths. This line spans over three octaves, then gives way in m.52 to a descending figure that appears to be based around the triads D#, Am, a combination of Em and Eb augmented, and B. In m. 53, Holdsworth begins an eight-note pattern that he moves through a cycle of fourths; he begins with G#, moves to C#, then F#, before slipping down to F pentatonic, in which he plays a final ascending figure, gliding up to A, then down to a sustained F, on which he ends his solo.
“Low Levels, High Stakes”

This tune appears on Holdsworth’s 1994 album Hard Hat Area. It is also included on the retrospective Against the Clock: The Best of Allan Holdsworth. It features Steve Hunt on keyboard, Skuli Sverrisson on bass, and Gary Husband on drums. Holdsworth solos over an ABCAB form. He solos last on the tune, after the keyboard and bass (both of which solo over an ABC form only). His solo begins approximately 4’ 45” in and lasts until approximately 8’ 30”.

As with many of Holdsworth’s original pieces, the structure is unusual and asymmetric. The A section is 21 measures long and the B section is 24 measures long; however, the final measure is in 7/8 time (everything else is in 4/4). C section is 8 measures (back in 4/4) of a C# Phrygian pedal. With a few exceptions, the chord as well as the tonal center changes every measure. By this, I mean that the piece does not stay in any given key for longer than a few measures. Consequently, this is a difficult form to solo on. Moreover, every chord change is anticipated by an 8th note kick (i.e., the chord changes not on beat one of the measure, but on the “and” of four of the preceding measure). The chord progression is as follows:
Holdsworth begins his solo with a descending minor third (Bb to G with a LNT) motif. He repeats this motif in the next bar, accommodating the chord change by raising the Bb to B and playing a chromatic LNT (F#, the #11 of C major). In the next bar, Holdsworth shifts the motif up a whole step, playing scale degrees 4-2-1-2 of Ab minor. Holdsworth finally breaks the pattern over the Ab chord, playing a simple ascending triad starting from the 3rd. Next, a descending flourish (4-3-2-1 from the E major scale) precedes the major 6th (C#), which is followed by a 5-3-2-1 cell from E down to A, then a descending E triad. The final E is encircled by pentatonic neighbor tones, then a LNT, resting for a moment on E before Holdsworth leaps up an octave. He remains on the E for a full two beats before moving down to C. He seizes on a rhythmic motif, playing it twice more (switching to the F melodic minor scale to accommodate the chord change) before stretching the duration of the constituent notes and inverting the melodic figure (i.e., ascending rather than descending), then coming to rest temporarily on A, the major 3rd.
Holdsworth begins with quartal arpeggio (E-A-D-G) before playing what we will call a descending G9 (no5) arpeggio. Next, Holdsworth plays two ascending triads, G and C, the roots of which he ornaments with a chromatic LNT. Holdsworth continues up the C pentatonic scale, playing an F# instead of a G to accommodate the chord change. Also noteworthy is Holdsworth’s speeding up of his line in relation to the underlying pulse; the increasing rhythmic subdivisions attest to this. Holdsworth continues his rhythmic trickery in the next measure, anticipating beat two by a 16th note and the chord change to B/A# (on the offbeat of 4) by a 16th and a 32nd. He continues his rhythmic displacement in the next measure, beginning a descending 5-3-2-1 cell on the “and” of beat one and tying it to the first of a series of sextuplets that complete the cell before beginning a descending B triad. Holdsworth encircles the root, B, in a syncopated manner before coming to rest on B. But
by this point, the chord has changed from B/A# to G#m, of which B is the minor 3rd. It is a simple but effective maneuver. After momentarily resting on B, Holdsworth plays another rhythmically free phrase that floats over the beat. He ascends through a G pentatonic scale, speeding up with respect to the pulse before playing a syncopated figure that highlights F#.

Holdsworth plays a motif built on the notes C#, D#, and F#, anticipating the chord change to C minor by playing a D natural slightly before the chord change occurs. He repeats the motif, altering the notes to C, D, and F, before running down a C Dorian scale (with a handful of chromatic passing tones). This is quickly followed by an arpeggiated figure; Holdsworth
plays a descending AbM7 (add13) followed by an ascending EbM7 from the 7th and a Cm triad, before playing a descending F minor triad (from Ab). He then runs down an Ab Lydian scale from G-G, holding the last G momentarily before playing an intervallic Eb pentatonic line.

Holdsworth anticipates the chord change to EbmM7 by playing a descending EbmM7 arpeggio. Next, he plays a series of Eb melodic minor scalar figures that are interspersed with wide interval leaps, followed by a Bb major triad with an added raised 5th degree, before coming to rest on D natural. All of these ideas serve to highlight the Eb minor tonality.

Holdsworth begins the B section with an ascending C minor melody that characteristically floats above the pulse. He develops this line over the C
major chord, before playing a series of descending quartal lines that give way to a repeated fifth interval (Ab to Eb) that speeds up relative to the pulse. Holdsworth also uses the bar to slur between the notes and apply a fast vibrato before resolving up to the E. After sustaining this note, he plays a descending E triad followed by what looks to be the top of an F# minor triad. (This is conjecture on my part; in any other circumstance, there would not be enough information to infer a chord. However, Holdsworth combines E and F#m triads in a somewhat similar manner later in this very solo, as we will see.)

Holdsworth’s next descending E major phrase would be comfortably at home in a bebop context. His next (less bop-like) descending run in A minor gives way to an ascending C triad, then a descending 4-3-2-1 melodic cell in A minor. This leads to a descending F melodic minor scalar phrase, which leads
into an F major pentatonic idea, followed by a phrase that seems to be based around a 1-2-3-5 cell (treating C as 1) played in a manner whereby Holdsworth precedes each note with its upper neighbor.

Holdsworth’s next phrase is almost a glissando. He follows up with a descending 3-2-1-7 cell in A, which he transposes up a step to play again over the next chord, B. He follows this with a descending B major scale (repeating the note F# during his descent) before re-ascending up a Bmaj6 arpeggio (or G#m7—the tonal center has not really moved). Holdsworth anticipates the next chord change by playing a sustained B; he then plays a descending Gmaj7 arpeggio, which floats over the beat before coming to rest on A, the 9th.
Holdsworth begins his next phrase with a descending three-note motif, which he sequences in a syncopated manner through the C Lydian mode before superimposing an Eb pentatonic scale over the Fm chord (giving us the tones 1-2-4-5-7). He comes to rest on F before playing an ascending fourths-based phrase which floats over the beat. He next plays a descending C minor scale fragment, before ascending up a Cm7 arpeggio. Holdsworth rises up to A, delaying the resolution until the downbeat of one of the next measure. He hangs on this note before unleashing his next phrase.
Holdsworth begins this long scalar line with a 4-note motif (T-UNT-T-LNT), which he shifts through the scale before abandoning it, descending to Ab, then rising again. He alters his note choice (Gb Lydian to F Dorian) to accommodate the chord change, but otherwise shows no signs of slowing down. He tears through the F Dorian mode, then begins an arpeggiated figure consisting of a Gb triad (with an added 9th as a LNT), an Ab triad with an added 9th (not as a LNT this time) to which he applies octave displacement, and in the descent, a Bbmaj7#5 arpeggio. Holdsworth then emphasizes some of the more colorful tones of the Eb melodic minor scale, the 4th, 6th, and 7th, all of which are separated by one or more whole tones.
Holdsworth plays a rhythmically displaced ascending thirds-based figure through Eb melodic minor before unleashing a rapid F#m triad followed by a rapidly descending B Dorian scale run spanning nearly two octaves, coming to rest on G#, also the 5th of the C# Phrygian mode, which is the basis for section C.

Holdsworth begins this section with an ascending Dmaj7 arpeggio, followed by stepwise motion down to G#, whereupon he plays an ascending
Amaj7 arpeggio and another D triad. After a brief pause, he plays a double-stop, which includes both C# and D. (Holdsworth’s overdriven guitar sound serves to make this minor second interval even more dissonant.) Holdsworth shifts this double-stop up a perfect fifth to the notes G# and A, between them with his vibrato bar, producing a distinctive “crying” or “wailing” sound. Next, he encircles G# with a LNT and an UNT before descending down a C#m triad and racing down the C# Phrygian mode. He follows by slurring into a descending D pentatonic scale (which, relative to C# Phrygian, produces the tones 2-3-4-6-7), then continuing into a scalar line interspersed with wide interval leaps, which incorporates every note of the C# Phrygian mode except C#. Finally, Holdsworth returns briefly to C# before playing a line that defies easy explanation. Holdsworth begins with a C# Phrygian figure before shifting to C major sounds. Next, he plays tones suggestive of D# pentatonic followed by an A#m7b5 arpeggio. He follows up with a descending cell (4-b2-1) that he shifts from D# to D (where he repeats the b2 note, Eb) before changing to E Phrygian sounds. He follows this with a descending 5-3-2-1 cell in D# major before switching to C# major (with a chromatic passing tone). This line seamlessly gives way to Holdsworth’s next phrase, which is as harmonically inside as this phrase was outside.
Holdsworth plays a repeating scale pattern for the next few measures, changing key notes to accommodate the chord changes. The highest notes are accented, and they create a 5:4 polyrhythm, adding rhythmic interest and propulsion. Finally, breaking the pattern over the Ab chord, Holdsworth plays an arpeggio consisting of two stacked triads, F#m and E. This anticipates the chord change to E major and also produces several “wrong” notes with respect to Ab major, resulting in heightened tension before Holdsworth resolves to an E major scalar figure.
After the extreme density of his previous phrases, Holdsworth adopts a
ersparseness approach, playing a syncopated figure descending in thirds. He
follows this with a 1-2-3-5 melodic cell and a descending pattern through the
F pentatonic scale, leading into some long tones and a Gsus triad. Holdsworth
then plays a rising four-note motif, building on it while altering it to anticipate
the next chord, over which he plays more sustained tones which float over the
beat.
This first phrase is about as close as Holdsworth gets to the blues in his playing. He follows it with a C Lydian idea, which features more offbeat phrasing. Next he plays a pair of ascending triads, F# and B, before descending in a stepwise fashion, shifting to the C Dorian mode along with the chord change. He plays a descending line, then re-ascends through a Bb pentatonic scale, finally encircling the root of the next chord, G.
Holdsworth plays an ascending flourish, curiously playing an Ab where he had a moment ago, perhaps anticipating the next chord, although he plays Db instead of D—unless he was seeking to highlight the transition a moment later by emphasizing D, which he does in fact do. In addition to D, the #11, he lingers on the root and the third of the chord, as well as the 5th, 9th, and 3rd, of the next chord in a syncopated manner. Over the EbMaj7 chord, Holdsworth plays a phrase similar to the one he played at the end of the prior A section, incorporating stepwise movement broken up with wide interval leaps, followed by a three-note motif that he shifts with octave displacement. Holdsworth anticipates the chord change to C minor by a beat and a half, playing a phrase mostly derived from Eb pentatonic that has more than a ghost of the blues about it. He anticipates the next change to C major by a beat with an ascending scale phrase, then plays a figure that floats over the pulse.
Although much of Holdsworth’s time-stretching has consisted of anticipations of the next chord change, he stretches in the opposite direction here, sustaining a G (which works nicely over C major) past the point where the chord changes to Abm. He resolves G down to Gb, then rests momentarily on Eb, before playing a descending line that anticipates the chord change to Ab, over which he plays a line based almost exclusively on the Ab pentatonic scale except for a single solitary G. He shifts gears to anticipate the next chord, playing an E pentatonic line that rests on G. Holdsworth then plays a descending E pentatonic motif that comes to rest on D#, the major 7th of E. He repeats a similar motif over the next chord, Am, switching to the C pentatonic. Next, he plays a different motif, based on descending thirds, followed by a sustained tone, which he alters to accommodate the chord changes.
Holdsworth plays a lyrical descending line before introducing an ascending motif based on a second, a fourth, and another second, which he plays twice, adjusting various notes in accordance with the chord change from A to B. He continues with a stepwise ascent up to B, then ascends through an E5 dyad up to a high E (the highest note on the instrument). He then descends down through a C6/9 arpeggio, which incorporates wide intervals. Over the next chord, Fm, he emphasizes the 7th, 3rd, and 2nd, playing a line that descends through these notes, floating over the time, before finally coming to rest on the 7th, Eb. Holdsworth adds D, the lower neighbor, producing a double-stopped minor second which increases the dissonance substantially. Starting on the downbeat of m.87 (the note B), he also begins to utilize his vibrato bar to add a very fast vibrato to the notes; he adds this vibrato to almost every note between m.87 and m.91, and it produces a distinctive “crying” sound.
Holdsworth anticipates the next chord change to B major, playing a B triad (with an added 2nd) in a rhythmically displaced fashion before anticipating the next change to C minor with an Eb pentatonic phrase. After briefly pausing on C, Holdsworth shifts into hyperspeed, playing an ascending C natural minor scalar line. The chord changes to G minor, and Holdsworth begins to descend (through what we would now call the G Phrygian mode, although it contains the same notes as the C natural minor) through a combination of stepwise and thirds-based motion. Holdsworth then combines two triads—Eb diminished and F minor—playing an arpeggio that
incorporates both. It is worth noting that the next chord, Gbmaj7#11, and the scale generally associated with it, Gb Lydian, contain all the notes of the F minor triad, and all but one of notes of Eb diminished (which contains an A instead of Ab). In any case, Holdsworth shifts to the Lydian mode (with a handful of chromatic passing tones), continuing to ascend in a mostly scalar fashion. When the chord switches to Fm he switches (again, without missing a beat) to the F Dorian mode and plays a descending thirds-based line very similar to the line in m.93. He races back up the scale to Bb, where he momentarily rests.

On Bb, Holdsworth plays a stepwise descending Eb melodic minor phrase, which incorporates cross-beat phrasing and very fast bar vibrato. After a brief rest, he uses the bar again to glide up to D and to fall off of C. Then, with a final flurry of notes drawn from the B Dorian mode, Holdsworth comes to rest, ending his solo on a sustained C#. 
**Additional Observations**

It would be difficult to overstate the technical challenges presented by the preceding examples, which represent unprecedented extremes of virtuosity on the guitar. A tempting comparison to make would be with the music of John Coltrane, but this is problematic because Coltrane’s playing effectively set the bar for all saxophone players (and to a degree, all jazz instrumentalists) who came after him. One might plausibly compare Holdsworth’s playing here and elsewhere with that of Art Tatum, insofar as it represents a technical level that has not been surpassed on a given instrument.

There are also inherent difficulties in analyzing some of the more outside moments in these examples (e.g., measures 18, 21-22, 33-35, 37-38, and 52-53 in “Non Brewed Condiment”; and measures 52-53 of “Low Levels, High Stakes”). This is a consequence of Holdsworth’s use of unknown techniques of superimposition to create lines that differ radically from the harmony. As such, there is a certain degree of speculation inherent in any discussion of his harmonic language. Unless he decides to explain in detail his thinking in these types of musical situations—and he is not inclined to do so—we must rely on the recordings we have, and attempt to decipher and explain them as best we can.

To better understand Holdsworth’s concept behind these outside lines, further transcription and analysis will be required. Ideally, such analysis would bring to light recurring patterns or tendencies in Holdsworth’s playing, which we might discover from examining his work in various harmonic
settings. I believe such a project would be worthwhile, and it is my hope that my work has the potential to serve as a point of departure for additional study in this largely unexplored—but fascinating and supremely rewarding—area.
“Postlude”: Conclusion

One recurring theme over the course of this paper—and over the course of Holdsworth’s career—has been the difficulty inherent in classifying his music. A listener with a background in rock and roll might refer to the music as jazz, a die-hard jazz fan might call it rock, while a listener with some exposure to both styles might describe it as fusion. Although one might argue that it is the music not the nomenclature that is important, names necessarily affect our understanding of identity, of what something is and, perhaps more importantly, what it is not.

In trying to understand the nature, identity, and essence of Holdsworth’s music, we might ponder what scholars of the humanities and social sciences have referred to as a state of liminality. According to Victor Turner,

> the attributes of liminality or of liminal personae (‘threshold people’) are necessarily ambiguous, since this condition and these persons elude or slip through the network of classifications that normally locate states and positions in cultural space. Liminal entities are neither here nor there; they are betwixt and between the positions assigned and arrayed by law, custom, convention, and ceremonial [69].

Although the term is typically used to describe social customs and the like, I would posit that one might reasonably define Holdsworth’s music as liminal, an idea with which Holdsworth would likely agree. In discussing his band in 2006 he observed, “We fall thru [sic] the cracks and holes because what we do isn’t jazz and it’s not rock” [10].
As Holdsworth suggests, it would be difficult to classify his music as jazz. While it features improvisation in complex harmonic settings, the rhythmic logic of the music is qualitatively different from that which characterizes jazz. I would argue that the essence of jazz lies in its rhythm; thus, Holdsworth’s music cannot accurately be labeled as jazz. And even though Holdsworth uses an overdriven guitar sound and utilizes rhythm sections that manifest a degree of rock influence, the music cannot be described as rock, for it possesses a qualitatively different musical aesthetic, and Holdsworth himself has clearly eschewed the extra-musical histrionics that are vital to rock and roll. Nor is he a classical musician, although his style is clearly informed by aspects of European concert music. Indeed, even the catch-all term “fusion” falls short, as it tends to refer to a wholly separate style that fails to convincingly encapsulate Holdsworth’s work, as Woodard [6] and Schille [50] have pointed out.

Where does this leave Holdsworth? He is, in my view, “of” these musics, but not “in” them. His style lies in the place between places. In short, his body of work exists in liminal space. I would suggest that understanding Holdsworth in this way captures the various characteristics and qualities of his music, as well as the trajectory of his career. In addition to explaining the genesis of his music and its aesthetic, the notion of liminality helps explain why he has not achieved wider recognition. After all, a figure on the margins of all systems of classification is likely to encounter difficulty in a world—and the world of music is such a place—in which compartmentalization is often central to the response of listeners and reviewers.
Regardless of how one chooses to categorize Holdsworth’s body of work, his music and the musical voice he has developed are marked by an undeniable vitality and an idiosyncratic soulfulness. Throughout his career, Holdsworth has been completely devoted to realizing his creative goals, and he has been utterly unconcerned about his image or with financial success. As his career makes clear, he would rather endure the hardships of the independent artist than alter his work so as to increase his market share. While that sort of integrity can create certain professional difficulties, it can also afford one a considerable amount of creative freedom, which Holdsworth clearly relishes. Thus, Holdsworth continues to move in liminal space, between musical worlds, concerned only with pursuing his vision. This is a bold choice, and one worthy of admiration, though Holdsworth would likely scoff at such a notion. What is altogether clear is that over many years, he has maintained his artistic integrity and garnered the respect of his peers. In the end, perhaps that is enough.
Works Cited


Appendix I

Transcribed Solos (Complete Versions)

What follows are the solos, in full, that I have transcribed. It is these solos that I have analyzed in the body of the text. Those wishing to study the music in its entirety may find this section, with the fully transcribed solos, to be helpful. Though it is of a somewhat different character, I have also included my transcription of the chordal introduction to “Sand.”

The transcribed chord progressions are not included here. They are presented in full in the body of the text.
Non Brewed Condiment
from Atavachron (1986)

Allan Holdsworth

Transcribed by James Rosenberg

\( \text{Head} \)

\( \text{SynthAxe} \)

\( \text{Syn.} \)

\( \text{Syn.} \)

\( \text{Syn.} \)

\( \text{Syn.} \)

\( \text{Syn.} \)
Low Levels, High Stakes

from *Hard Hat Area* (1994)

Allan Holdsworth solo
transcribed by
James Rosenberg

\[ \begin{align*}
\text{Electric Guitar} & \quad \text{Cm} \\
& \quad \text{C/E} \\
& \quad \text{Am} \\
& \quad \text{Al/C} \\
& \quad \text{E} \\
& \quad \text{Am} \\
& \quad \text{Fm Maj 7} \\
& \quad \text{G/F} \\
& \quad \text{A} \\
& \quad \text{Gm} \\
& \quad \text{GMaj 7/11} \\
& \quad \text{C/F\#} \\
& \quad \text{B/A\#} \\
& \quad \text{Cm} \\
\end{align*} \]
Appendix II

Testimonials

Lest the reader think my writing reflects the ramblings of a zealous hagiographer, I have compiled the following quotations from some of Holdsworth’s celebrated contemporaries who have commented on his work and music.

“I’ve known Allan and his music for 30 years now, and after all this time, he still amazes me. His concept is still advancing with his playing and his technical prowess—which is phenomenal, and is in complete harmony with his very advanced musical direction...I said to him ‘If I knew what you were doing, I’d steal everything, but I don’t know what you are doing!’” [12] “Let’s be clear—Allan has one of the most original styles I have ever heard...his chord movement just kills me. I don’t know how he does it—he must be double jointed—but the sound is just beautiful, and that’s something I haven’t really developed.” [14] –John McLaughlin (Miles Davis, Mahavishnu Orchestra, solo, et al)

“alan [sic] is one of the greatest guitarists ever - his work on the mid-70's tony williams records was revolutionary and changed everything for guitarists everywhere. it is a real mystery to me why he is not a household name. but it really doesn't matter, his contribution is large and i think all musicians know it.” –Pat Metheny [70] (Gary Burton, Michael Brecker, Chick Corea, Ornette Coleman, Pat Metheny Group, et al)

Q: Have you ever heard another guitarist who can move you the way Hendrix did?
A: Yeah, Allan Holdsworth, he’s so pretty...He’s really a very lyrical player, and a lot of guitar players today aren’t. His ideas are very definite and clear. He doesn’t play like anybody. –Tony Williams (Miles Davis, Wayne Shorter, Herbie Hancock, et al), From a Downbeat interview: [71]
“Allan really changed guitar playing. The legato techniques and ‘sheets-of-sound’ approach influenced not only jazz guitarists, but also a whole generation of metal players. And aside from all the technical stuff he’s a master jazz guitarist. Check out his version of ‘How Deep Is The Ocean.’” [12]
—John Scofield (Miles Davis, Dave Liebman, Joe Henderson, et al)

“[Holdsworth] plays so much, he covers everything. A totally comprehensive player. He’s one of those revolutionary guitarists”—Larry Coryell (Gary Burton, Charles Mingus, Chico Hamilton et al) [24]

“For me, Allan Holdsworth is doing the most interesting things on electric guitar”

“After one note I knew who it was...Allan is another guy who I can’t say enough good stuff about...he’s the most sophisticated modern guitar player there is right now. He’s on top of everything—harmony, phrasing, chops, tone, production. He’s really incredible.” —Scott Henderson (Chick Corea, Joe Zawinul, Tribal Tech, solo), upon being played Holdsworth’s music during a Downbeat Blindfold Test [63]

“Allan Holdsworth. He’s my main man. I love this guy...He gives such a wide range to the guitar. Nobody was playing like that before him, really. You know, people like Django Reinhardt and Charlie Christian, they brought something new to the music. And god knows that it’s hard today...there’s so much music going on, it’s really hard to bring something which is personal to the music. But Holdsworth...no problem for him. He amazes me...The notes were so fluid. The phrasing he has is really unbelievable. I don’t know how he does it.” [64] —Bireli Lagrene, upon being played Holdsworth’s music during a Downbeat Blindfold Test

“I believe Holdsworth is incredibly important to the language of jazz guitar...[he is] virtually unsurpassed in terms of harmonic and linear sophistication” [72] I love his music! To me, he’s the only guitarist dealing
with the kind of language Coltrane was dealing with—those long Slonimsky
patterns that evolve differently through different registers in a very precise
way, but pure like a prism. That’s a big part of what I hear, that clarity of
harmonic unfolding and melodic intricacy [73] –Kurt Rosenwinkel (Gary
Burton, Paul Motian, Joe Henderson, Brian Blade, Brad Mehldau, solo)

“Allan is the one guy who played fusion who transcended the genre with his
harmonic, melodic and virtuosic abilities. Holdsworth’s coming out of [John]
Coltrane and [Nicolas] Slonimsky and pathways of hearing different shapes,
stretching the harmony. You can tell that he listened to Charlie Christian and
other jazz musicians, too, but through his lens it became something different.”
–Jonathan Kriesberg (Lee Konitz, Dr. Lonnie Smith, Joe Locke, Ari Hoenig,
solo) [74]

“I love listening to Holdsworth in any context. He’s such an amazing guitarist
and musician.” –Adam Rogers (Michael Brecker, Randy Brecker, John
Patiucci, John Zorn, Chris Potter, solo, et al) [65]

“When it comes to putting all the elements together, Allan Holdsworth has
got it. I give him more credit than anyone for just pure expression in soloing.
He has something totally beautiful” [24] “You can call his playing whatever
you want to, but it will still fry your brain if you try to figure it out. John
McLaughlin, Michael Stern, John Scofield—all of us just scratch our heads
and go, ‘Damn!’” [12] –Carlos Santana

“One of the most interesting guys on guitar on the planet is Allan Holdsworth.
I really respect his playing.” –Frank Zappa [75]

“Holdsworth is the best in my book. He’s fantastic. I love him.” –Eddie Van
Halen [24]

“Allan’s prodigious technique and soaring, melodic fluidity are inspiring and
daunting...Like other giants such as Jimi Hendrix or Jeff Beck, he spawned a
generation of imitators...None of them can touch the man himself.” –Nels