

Song Exploder
R.E.M. - Try Not to Breathe
Episode 125

Hrishikesh: You're listening to Song Exploder, where musicians take apart their songs and piece by piece tell the story of how they were made. My name is Hrishikesh Hirway.

("Try Not to Breathe" by R.E.M.)

Hrishikesh: R.E.M. was formed in Athens, Georgia, in 1980 by singer Michael Stipe, bassist Mike Mills, guitarist Peter Buck, and drummer Bill Berry. They've won three Grammys, and have sold over 85 million records. In 1992, the band released their eighth album, *Automatic for the People*. And in honor of the 25th anniversary of its release, in this episode, Michael Stipe and Mike Mills take apart the song, "Try Not to Breathe."

("Try Not to Breathe" by R.E.M.)

Michael: I'm Michael Stipe.

(Music fades out)

Michael: Having worked together for, at this point, 11 years as a band, the guys were trying really hard to throw roadblocks in front of themselves to not write on the same instruments.

Mike: This is Mike Mills. The genesis of this song was Peter's desire to experiment with different stringed instruments. He was working a lot with anything he could get his hands on that wasn't an electric guitar. And this started on the dulcimer.

(Dulcimer)

Mike: The dulcimer was something Peter was really enjoying playing at that point. And we liked the gothic-southern quality of that sound.

(Dulcimer)

Mike: Then he adds some steel-stringed acoustic guitar.

(Acoustic guitars)

Mike: That's where you get that beautiful quasi-western sound.

(Acoustic guitars)

Michael: What you've got there is two of Peter's favorite musical types. You have surf,

(Dulcimer joins)

Michael: and you have a spaghetti western, *The Good, the Bad, and the Ugly*. You change the instrument, you change the reverb on it a little bit, and you wind up with something that sounds like neither of those things.

(Music ends)

(Organs)

Mike: I generally played most of the keyboards on R.E.M. stuff. The organ part there was deliberately like a call and answer. There's movement in the right hand to begin, and then the left hand answers.

(Organs)

Mike: And so, they're almost talking to each other.

(Organs)

Michael: That sounds like one of those thoughtful, sad kind of church songs. It's what Mike and I came from. Mike's father, Frank, was an opera singer who sang in church, and I came from a long line of Methodist preachers. We have that kind of protestant, you know. The sad beauty of Jesus, I think, is kind of a part of our upbringing.

(Organs end)

Michael: Over the course of our 31 years as a band, the creative process was, those guys would give me music, and I would then find a melody, and then a lyric that went along with the music that they'd given me.

Mike: It's just the three of us working to write a song. But sometimes Michael was in the room, and when he was, very often things that the band might have glossed over and said, "Well that's not really much of anything," Michael would say, "Hold on, I like that, keep working on that." Most of our demo work was done in Athens. We have a rehearsal studio and we would write the songs there and get them all pretty much fleshed out, enough to show Michael what the song was, and enough to give him a foundation for coming up with words and melody.

Hrishikesh: Here's the original demo for "Try Not to Breathe."

(Demo)

Michael: I see music more than hear it. A great instrumental track is an extremely cinematic journey for me. The song to me felt like it had this kind of heaving motion of a boat rocking on the ocean. Also it could feel very much like someone breathing or trying to stop breathing.

(Vocals: "I will try not to breathe / I can hold my head still with my hands at my knees / These eyes are the eyes of the old / Shiver and fold")

(Demo fades)

(Organ)

Michael: I can tell you what the song is about, and I've never really said it, but my grandmother was at the end of her life, my father's mother, Grandma Stipe, her name was Laura. And she was 87, she had lived a long life, and not an easy one. But she was very, very, very dear to me. And one of the things that I inherited from her is this shivering thing that happens. This kind of shiver that normal people would get when they get cold or when they think of something really scary, she would get on a daily basis, and so did I. And I don't get them as much as I used to, but that was a big part of my growing up, and acknowledging and recognizing that I had gotten that very directly from my grandmother.

(Vocals along with organ: "Baby don't shiver now / Why do you shiver now? / I need something to fly / Over my grave again")

(Organ fades)

Mike: After Michael would sing a song, very often things would change in a major way. The percussion was often determined by what we heard or didn't hear happening after Michael sang. The percussion part on this is some sort of shaker, and then there's a triangle being played.

(Shaker along with triangle)

Mike: I like to say this about Bill, he was one of the most orchestral drummers in rock and roll. He didn't just get in there and bash out a drum thing. He would listen and write a drum part for the song.

(Drums join)

Mike: It's not a pattern, you know. He would play very musical drum parts.

(Vocals join: "I want you to remember")

(Vocals along with drums and percussion end)

Mike: We're a melodic band but we love noise. We love feedback.

(Feedback)

Mike: We like to use feedback because it's so chaotic, and unpredictable, and it's ballsy, it's angry.

(Feedback ends)

Mike: And so, it was a really good counter to the pretty in our songs to have this sort of grindy chaotic noise.

Michael: And Peter would always insist that there has to be a vocal on every part of the song, like the vocal should just never go away. So for the bridge he would put down some guitar track

(Guitar)

Michael: for me to sing on top of, and I would have nothing to sing. I've said everything I need to say in the lyric, I don't want to sing anything else, so what do I do, I'll just moan over the top of it.

(Moaning along with guitar and feedback)

Michael: So you get a lot of bridges where I'm just kind of moaning along with whatever Peter put down as a guitar.

(Harmonized moaning along with guitar)

(Harmonized moaning along with guitar ends)

Michael: We're talking about a song about the end of someone's life, and they're suggesting to their family, "I want to do this my way, I want to make it easier on you. It might be harder on me, or it might be easier on me, I don't know. But let's go for it." It's a very, very emotionally difficult moment. And I wanted the voice to portray that. So the way my voice cracks when I hit the word "hold," absolutely intentional to leave that in.

(Vocals: "I will try not to breathe / I can hold my head still with my hands at my knees")

Michael: The way the voice quivers at the end of the line.

(Vocals: "These eyes are the eyes of the old")

Michael: I want to have an emotional experience. That's what I go to music for, and that's what I wanted to offer people.

(Vocals: "I will try not to breathe / This decision is mine / I have lived a full life / And these are the eyes that I want you to remember")

Mike: "Something to fly, something to breathe," those backing vocals that I sing, are actually one of my favorite moments from the entire R.E.M. recording career.

(Vocals: "Something to breathe")

Mike: I knew that that song needed a background part there, or some sort of vocal melody. And so, I told everybody else to go away, because it might take a while, and I went out and tried to record some ideas. And I just did all these things a bunch of things, nothing was really working. Nothing was great. And then all of a sudden, I hit that melody with those words.

(Vocals: "I need something to fly (Something to fly)")

Mike: and Scott and I,

Hrishikesh: That's Scott Litt who produced the album.

Mike: we made eye contact, we both knew right away that was exactly what we were looking for.

(Vocals: "I need something to breathe (Something to breathe)")

(Processed vocals: "I have seen things you will never see")

Mike: And that is Bill Berry, one of the great unsung backing vocalists of all time.

Hrishikesh: What was behind the decision to make his vocal sound like that?

Michael: That was me, I went, "Scott, let's make this sound like an old radio voice from the 1940s, like "Video Killed the Radio Star" kind of vocal.

("Video Killed the Radio Star" by THE BUGGLES)

(Music fades)

Michael: I always loved that and so for background vocals, if there was an opportunity or a chance to throw something like that in, I would ask for that. It sounds to me like the Greek chorus, you know. It sounds like a kind of a voice of God that's overlooking from above.

(Bill's vocals: "I have seen things you will never see")

Michael: "I have seen things that you will never see." I pulled that line from the original *Blade Runner*.

(Blade Runner film: "I've seen things you people wouldn't believe")

Michael: I brought the climactic death scene of the android Roy Batty into my grandmother's voice, to create this beautiful kind of narrative [laughter].

(Blade Runner film: "Time to die")

Michael: The record became a lot about death and passage and transition. I mean, looking at where America was and where the world was in 1991 and 1992 when we were working on this, the whole world was in great transition. The Berlin Wall had just come down, the Soviet Union was basically dissolved. In America, we were at the end of the Reagan

(Organ)

Michael: and Bush Sr. years. And I had watched intimately, an entire community decimated by AIDS, in the AIDS epidemic. I had grandparents who were at the end of their lives. And for us, you know, we were in our early thirties, we had made it through our twenties, which I never expected to have happen. I thought, you know, I thought that I was going to die before I made it to thirty, and so here I was, kind of looking at that from the other side. That was reflected in the themes that dominated the making of *Automatic for the People*.

(Acoustic guitar joins)

Michael: But it's not just death and it's not all darkness. There's lightness and humor and levity in there hopefully and transition.

(Organ along with acoustic guitar)

Michael: A door closes, another one opens.

(Music ends)

Hrishikesh: And now, here's "Try Not to Breathe," by R.E.M, in its entirety.

("Try Not to Breathe" by R.E.M.)

Hrishikesh: To learn more, visit songexploder.net/rem. You'll find a link on the site to buy the 25th anniversary edition of *Automatic for the People*. Song Exploder is produced by me, along with Christian Koons, with help from intern Olivia Wood. Carlos Lerma creates original illustrations for each episode of the podcast. You can see those on the Song Exploder website. Special thanks, this episode, to Zach McNees for engineering the R.E.M. interview. Song Exploder is a proud member of Radiotopia, from PRX, a curated network of fiercely independent podcasts made possible by listeners like you. Learn more

about all the shows at radiotopia.fm. If you want to share your thoughts on this episode or on the podcast in general, you can find Song Exploder on Facebook, Instagram, and Twitter @SongExploder. This is the 125th episode of Song Exploder, it's the end of the fourth year of the podcast. Thanks so much to those of you who have been listening since the beginning, and thanks to all the artists who are guests this year, for trusting me with their stories and their music. My name is Hrishikesh Hirway. Until next year, thanks for listening.