

**Song Exploder**  
**The Roots - It Ain't Fair ft. Bilal**  
**Episode 126**

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.

Hrishikesh: This episode contains explicit language.

*("It Ain't Fair" by THE ROOTS ft. BILAL)*

Hrishikesh: Drummer Ahmir Thompson, also known as Questlove, and rapper Tariq Trotter, aka Black Thought, started The Roots when they were in high school in Philadelphia in 1987. Over the last thirty years, the band's released 17 albums. They've received a bunch of Grammy nominations, including three wins. They're also the house band for *The Tonight Show Starring Jimmy Fallon*. In this episode, Questlove tells the story of how they wrote and recorded the song "It Ain't Fair." It was created for the film *Detroit*, directed by oscar-winner Kathryn Bigelow, who also made the films *The Hurt Locker* and *Zero Dark Thirty*. *Detroit* is about the 1967 Detroit riots. It centers around the events at the Algiers Motel, where police killed three young black men and beat and tortured nine others. The Roots recruited singer Bilal to contribute vocals to the song, and they worked with The Dap-Kings, the backing band for the late soul singer Sharon Jones, to help them create a sound that evoked the music of 1967.

*("It Ain't Fair" by THE ROOTS ft. BILAL)*

Hrishikesh: I recorded this interview with Questlove at 30 Rockefeller Center in between tapings of The Tonight Show.

*(Music fades)*

Questlove: This is Ahmir Khalib Thompson, PKA, Questlove of The Legendary Roots Crew, and co-author of "It Ain't Fair" by The Roots and Bilal. The origin of this song was one of my managers, Zarah, was just like, "Uh Kathryn Bigelow's going to call you in five minutes." I was like, "Mm, okay. Fine." But inside, I was like, "Urrghh," you know [laughter]?

Hrishikesh: [laughter]

Questlove: So [laughter] I took the phone call, being a very, very big fan of Kathryn Bigelow's work, not knowing what to expect. And she called me around March and said, "Hey I have a movie, and I think it's perfect for you guys to submit a song." She's like, "I just want to set up the screening, and I want you to watch it, and then I'm going to call you back in a couple of days." I think she said, "I'll let you simmer in it" or "I'll let you ponder it." When I heard that, I thought, *Wait a minute. Detroit riots, Kathryn Bigelow's cinema style. Oh God, this is going to be something crazy.*

*(Detroit film audio clip)*

Questlove: The movie absolutely devastated me. Not to mention she showed it to me like 10 days after the Philando Castile situation in Minnesota was going on, so it's like all of those things were dancing in my head. I'm just sitting there, tears are welling up but I'm like bathed in anger. Like I just sat there like, "How in the hell am I supposed to make sense of what I saw?" We got on the phone 3 days later, and she's like, "So how do you feel?" And my exact quote, pardon my French, was, "I'm mad as fuck." She said, "Good. Now where's my song?" [laughter]

*("The Other Side Of Town" by CURTIS MAYFIELD)*

Questlove: The best political storyteller that I know, at least for soul music, in my mind was Curtis Mayfield. And there is a song on his very first solo record called "The Other Side Of Town." And it was like a rollercoaster. The slow parts were slow and menacing, and then the fast part was intense and fired up, and angry, and "The Other Side Of Town" was part of the blueprint in my head for this song.

*("The Other Side Of Town" by CURTIS MAYFIELD)*

*(Music fades)*

Questlove: And I thought, "OK, I need a song that feels like a rollercoaster to be quiet and cold at moments, and just slowly rise up to a boiling point." Last year for Christmas, someone gave me one of those like ironic cassette players from Urban Outfitters [laughter] and a bunch of blank cassettes. So I had to wait until I got home. I got home and got my cassette player, and just kept humming that sort of thing.

*(Vocal memo)*

Questlove: I told Kathryn that it'll take maybe 8 minutes for us to get this out our system. And I felt some sort of way of telling her that like, "OK, this song has now become about how do I make myself feel relief from what I just saw."

*(Keyboard)*

Questlove: I was struggling with who could write the lyrics for the song. And I had a wishlist of everybody that I thought of and I've had some screenings for some of these songwriters, and I have to say that it was very unsuccessful. So I was struggling there and Tariq was sort of like, "Ahem." And I was like, "What?" And he's like, "I'll do it." I said, "You'll do what?" He's like, "I'll write the lyrics." I never once thought that Tariq could handle that task. It's funny like I live for The Roots being underestimated, but yeah leave it to me to underestimate [laughter] my own group's powers. And sure enough, his first draft was excellent, but it was narrative specific. He basically told the synopsis of the movie in the song, which was cool, but then it sounded like we were specifically trying to be 1967. So I said, "If there's a way that you could really express emotion without giving specific narration of characters or places, people or things. That sort of thing." And he said, "Oh, I'm way ahead of you, I'll have it."

*(Keyboard fades)*

Questlove: And came back like 19 minutes later like [makes whoosh sound]. And I was like, "Oh God, you nailed it!"

*(Vocals: "Oh, brother, hmm")*

Bilal: Hey, my name is Bilal.

*(Vocals: "It's still a mystery, yeah")*

Bilal: I got a phone call from Ahmir, told me that he wanted me to come up and demo a song for a movie.

Questlove: I told Bilal, "I need you to start off as silky smooth as some of the great falsetto singers." My idea was to start off as silent as a lamb, so that way you can process what you just saw.

*(Vocals: "Will you hear my cry? / Won't you hear my plea? Ohhhhh, ohhh")*

Questlove: “And by the end, I need you to seethe with fire and brimstone like a baptist preacher.”

*(Vocals: “When your protector is your predator / It ain’t fair / No, it ain’t fair / No, it ain’t fair”)*

Questlove: Bilal to me, I don’t call him a singer, I think he’s beyond that. I will say that Bilal is performance art.

*(Vocals: “Because the well is running dry / Racial tensions running high / Under 21 is far too young to die / My salvation’s under fire / It’s rising and rising, oh!”)*

Questlove: He’s one of my favorite singers ever to work with. I’ve been working with him for 20 years. He’s not a household name. Your favorite’s favorites know about Bilal, and they know how frighteningly good he is. Like every time you watch him, it’s like watching the song all over again. He’s that type of performer. If you listen to Bilal’s last 20 seconds, I mean the engineer was totally against me doing this. I said, “Look, well, I need him to sing as intense as he does in concert and a lot of times, he’ll just grab the microphone.” Like it’s one thing to do just a standard studio setup microphone, where you’re not allowed to touch the microphone because of, you know, rules. But I said, “I just need him to give me a take where he’s treating this song like he does in concert.”

Bilal: You know, with certain songs, you know, it gets really emotional for me. I try to put my whole being into a piece, you know, especially a piece like that. Just lyrics alone kind of channel me into a certain place, where it’s not, I’m not really in control. At the very end of the song [laughter], I think he kicks the microphone stand to the floor, much to the engineer’s chagrin.

*(Vocals: No, it ain’t fair / No, no / No, no / No, no / No, no”)*

Questlove: John Williams was an inspiration. I knew that whatever Tariq was going to rhyme over, I wanted it to feel like Indiana Jones. Whatever

*(“The Raider’s March” by JOHN WILLIAMS)*

Questlove: the feeling is of Indiana Jones swinging on a vine, and sort of that John Williams [sings the theme tune].

*(“The Raider’s March” by JOHN WILLIAMS)*

*(Music fades)*

Questlove: I wanted a fanfare-ish trumpet feeling, but what would a minor Indiana Jones sound like? So in my head, I kept just singing like [sings theme tune in minor key]. I just kept singing that all day.

*(Orchestra)*

Questlove: At The Tonight Show, we are fortunate enough to have the presence of some of the Dap-King guys as our horn section. And so, we brought in all 7 members of the Dap-Kings to play the horn parts: 2 trombone players, 2 trumpet players, 3 saxophones, and 1 sousaphone player.

*(Orchestra ends)*

Questlove: I also knew that I didn't want to drum a straight ahead drum rhythm [mimics a drum beat] for Tariq's rhyming part. Partially, because I figured 1967, that genre wasn't quote-unquote "invented yet." So I spent a good hour at 30 Rock after we shot The Tonight Show trying to figure out how to do a drumroll for Tariq's verse.

*(Drums)*

Questlove: And plus, I guess I wanted a challenge of giving Tariq a backdrop that had no obvious rhythm to it. The John Williams fanfare with a rolling drum backdrop, which then forced him to compact a lot of his words, because he'll cater his rhymes to whatever rhythmic backdrop we give him.

*(Vocals join: "They took it from the human race to a tank chase / The Devil feeding off hate so he gain weight")*

*(Orchestra joins: "There's tainted waters in the well, so we can't taste / People dazed and amazed though it ain't grace / Impossible to coexist in the same space / Enter the black saint with the war-paint face")*

Questlove: And I was pondering, like, where to record the song. I knew that the Dap-King guys kind of had the perfect studio to execute this idea. Daptone Studios is tailor-made for this type of project. The only problem is, it's like dealing with like seven tracks. And so, it's how do you squeeze a 10 member band, and 2 vocalists, *and* an additional 9 horns, *and* 8 strings

*(Strings)*

Questlove: on seven tracks? We recorded to tape, we used no overdubs, and just had to get the perfect performance. So a lot of it was doing a take, and then the engineer realizing that the guitar is, like, bleeding very loud on the bass track, “So we have got to move you just an inch over. OK guys, give us another 8 minute take.” And you have got to do a complete take like your heart depends on it. In total, we had to play this 8 minute song 17, 18 times in a row, which is nerve-wracking. It’s the hardest Roots song we have ever had to do [laughter], and we made 17 records, you know what I mean? But it requires a lot of discipline.

*(Strings)*

*(Strings end)*

Questlove: The funniest part of this all was me telling the guys that, “I want you to sound like amateurs. This is what will make it sound authentic.” Because we have an advantage that our contemporaries, back in the 50s and 60s, didn’t have. I mean we’re a generation that went to elementary school for performing arts. High school for performing arts, we went to college for performing arts. We practice, we’re beyond that Malcolm Gladwell 10,000 hour practice thing. We’re up in like the 60,000 hours. And what’s weird about it, is that there are a lot of wrong, what we call Church tones, that lesser experienced musicians might play because they don’t know the proper chord to go to to make the song sound correct. But because it’s soul music, it just sounds more perfect incorrect. So it’s weird, me telling our bass player, Mark Kelley, like, “I want you to play as many incorrect notes as possible.”

*(Bass)*

Questlove: Matter of fact, I also want you to detune your bass a little bit and play slightly sharp. Detune the bass so that it sounds like you’re an amateur.

*(Bass)*

Questlove: To be in this band, it takes a lot of sacrificing your vanity. You have got to give what the song calls for. Pretend you’re a musician in ‘67. You work at a factory, 70 hours a week. You might get that one Saturday night off where you and your buddies go play in a blues band down the street. You know, you grab the bass

out the basement, and you're playing a lot of incorrect notes. *That's* how I want you to play. And so, we had to do a lot of unlearning the song, just to get the right feel for it.

*(Bass)*

*(Piano)*

Questlove: I feel personally that Hollywood really isn't ready to open up the Pandora's box that is Black pain. And a lot of our existence is dealing with how to suppress those feelings so that they don't come out.

Hrishikesh: Were you worried that Kathryn Bigelow wouldn't understand?

Questlove: I don't know if any white person can really understand the level and the depth of Black pain. But what was important was that she gave us a platform to express it.

*(Strings join)*

*(Piano ends)*

*(Strings)*

*(Strings end)*

Hrishikesh: And now, here's "It Ain't Fair," by The Roots ft. Bilal, in its entirety.

*("It Ain't Fair" by THE ROOTS ft. BILAL)*

Hrishikesh: To learn more, visit [songexploder.net](http://songexploder.net) where you'll also find a link to buy the song, "It Ain't Fair." And if you missed *Detroit* in the theaters, you can now rent it or buy it. 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, which you can see on our website. Special thanks this episode to Daedelus for his help.  
Next time on Song Exploder, Julien Baker.

*("Appointments" by JULIEN BAKER)*

Hrishikesh: Song Exploder is a proud member of Radiotopia, from PRX, a curated network of creative, independent podcasts made possible by listeners like you. Learn more at [radiotopia.fm](http://radiotopia.fm). If you want to share your thoughts on this episode, you can find Song Exploder on Facebook, Instagram, and Twitter @SongExploder. My name is Hrishikesh Hirway, thanks for listening.

*("Appointments" by JULIEN BAKER)*

*(Music ends)*

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